MARVEL MASTERWORKS®

THE UNCANNY X-MEN®

VOLUME 11

THE UNCANNY X-MEN Nos. 189-193
ANNUAL No. 8, KITTY PRYDE AND WOLVERINE Nos. 1-6
& X-MEN AND ALPHA FLIGHT Nos. 1-2
CHRIS CLAREMONT, JOHN ROMITA JR,
AL MILGROM & PAUL SMITH

MARVEL

MARVEL MASTERWORKS

PRESENTS

THE UNCANNY X-MEN

VOLUME 11

COLLECTING

THE UNCANNY X-MEN Nos. 189-193

ANNUAL No. 8, KITTY PRYDE AND WOLVERINE Nos. 1-6

& X-MEN AND ALPHA FLIGHT Nos. 1-2

CHRIS CLAREMONT • JOHN ROMITA JR.

AL MILGROM • PAUL SMITH

Collection Editor
Cory Sedlmeier
Book Design
Nickel DesignWorks
SVP Print, Sales & Marketing
David Gabriel
Digital Manager/Production
Tim Smith 3
Digital Production
Kou Chen & Rachel Young
Editor in Chief
C.B. Cebulski
Chief Creative Officer
Joe Quesada
President
Dan Buckley
Executive Producer
Alan Fine

© 2019 MARVEL. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

MARVEL MASTERWORKS
CREDITS

THE
UNCANNY X-MEN
NOS. 189-193, ANNUAL NO. 8, KITTY PRYDE AND WOLVERINE NOS. 1-6
& X-MEN/ALPHA FLIGHT NOS. 1-2

Writer: Chris Claremont (Nos. 189-193, *Annual* No. 8; *Kitty Pryde and Wolverine* Nos. 1-6; *X-Men and Alpha Flight* Nos. 1-2)

Pencilers/Layouts: John Romita Jr. (Nos. 189-193)
Al Milgrom (*Kitty Pryde and Wolverine* Nos. 1-6)
Paul Smith (*X-Men and Alpha Flight* Nos. 1-2)
Steve Leialoha (*Annual* No. 8)

Inkers/Finishers: Steve Leialoha (Nos. 189, 192, *Annual* No. 8)
Dan Green (Nos. 190-193)
Al Milgrom (*Kitty Pryde and Wolverine* Nos. 1-6)
Bob Wiacek (*X-Men and Alpha Flight* Nos. 1-2)
Barry Windsor-Smith (*X-Men and Alpha Flight* No. 2)
Jackson "Butch" Guice (*X-Men and Alpha Flight* No. 2)
Mike Mignola (*X-Men and Alpha Flight* No. 2)
Josef Rubinstein (*X-Men and Alpha Flight* No. 2)
Al Gordon (*X-Men and Alpha Flight* No. 2)

Letterers: Tom Orzechowski (Nos. 189-193, *Annual* No. 8; *Kitty Pryde and Wolverine* Nos. 1-3, 5, 6; *X-Men/Alpha Flight* Nos. 1-2)
Joe Rosen (*Kitty Pryde and Wolverine* No. 4)

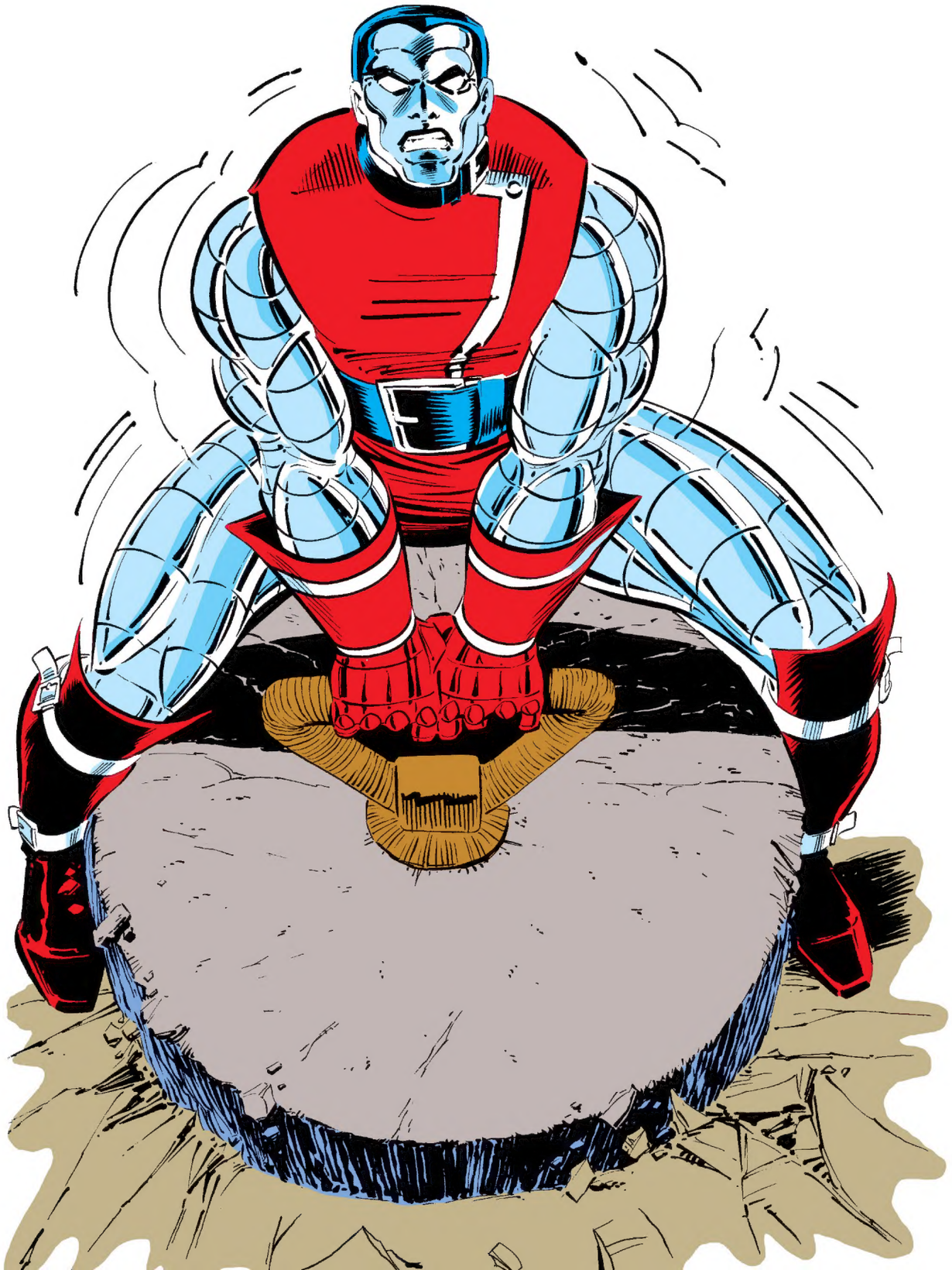
Colorists: Glynis Wein (Nos. 189-193, *Annual* No. 8; *Kitty Pryde and Wolverine* Nos. 1-6; *X-Men/Alpha Flight* No. 1)
Bob Sharen (*X-Men/Alpha Flight* No. 2)

Editors: Louise Simonson, Ann Nocenti & Dennis O'Neil

Color & Art Reconstruction: Wesley Wong & Sheila Johnson

Special Thanks: Nick Elkins, Mike Hansen & Jeph York

X-MEN CREATED BY STAN LEE & JACK KIRBY



MARVEL MASTERWORKS
CONTENTS

Introduction by Chris Claremont

Kitty Pryde and Wolverine #1, November 1984
"Lies"

Kitty Pryde and Wolverine #2, December 1984
"Terror"

Kitty Pryde and Wolverine #3, January 1985
"Death"

Kitty Pryde and Wolverine #4, February 1985
"Rebirth"

Kitty Pryde and Wolverine #5, March 1985
"Courage"

Kitty Pryde and Wolverine #6, April 1985
"Honor"

The Uncanny X-Men #189, January 1985
"Two Girls Out to Have Fun!"

The Uncanny X-Men #190, February 1985
"An Age Undreamed Of"

The Uncanny X-Men #191, March 1985
"Raiders of the Lost Temple!"

The Uncanny X-Men #192, April 1985
"Fun 'n' Games!"

The Uncanny X-Men #193, May 1985
"Warhunt 2"

The X-Men Annual #8, 1984
"The Adventures of Lockheed the Space Dragon and his Pet Girl, Kitty"

X-Men and Alpha Flight #1, December 1985
"The Gift" Part I

X-Men and Alpha Flight #2, January 1986
"The Gift" Part II

INTRODUCTION
BY CHRIS CLAREMONT

This was a time of changes.

For the X-Men, it was when all the constants, the certainties of their lives seemed be coming unraveled. Scott Summers had returned to his family's home in Alaska with his new wife, Madelyne, where they were expecting their first child. Ororo, his replacement as leader of the team, had recently lost her mutant powers, apparently permanently. And a young woman, Rachel Summers, had recently made her entrance; apparently the sole survivor of the X-Men who stood against the Sentinels in the world of "Days of Future Past," she made her way back into her past in a desperate attempt to make sure the future she remembers doesn't come to pass. Except the world she now inhabits bears little resemblance to the one she remembers. People and events that form the bedrock of her life have changed beyond recognition; some, like her mother, no longer exist. She is more alone than she ever dreamed imaginable—

—and yet, the X-Men still remain. The future is something that *might* happen. Perhaps it can be changed, the tragedy that haunts her memories averted.

What are presented here are the stories as that journey begins—not centered simply around Rachel but among the X-Men who will become her deepest, dearest friends, and perhaps something much, much more.

Here, dear readers, you will find fourteen stories, presented over four essential titles. They are rites of passage for the people—some our heroes, others ordinary folks—who inhabit them. For the X-Men, they run the gamut from high adventure to fantasy to heartbreak to joy. In a comparatively short space of time, some will face the most primal of challenges and will be forever changed.

For me, the journey begins with a miniseries that has always been close to my heart: *Kitty Pryde and Wolverine*. Drawn by Al Milgrom, this is the story of an impetuous 13-year-old—home for the holidays—doing what comes naturally for a mutant super hero and sticking her nose into other peoples' business—in this case, her father's. This reckless impulse sends her on a journey to Japan, where she discovers that her father is at the mercy of Japan's organized crime syndicates, the yakuza. Kitty herself quickly falls victim to the man who acts as enforcer for those crime lords, a mysterious assassin known as Ogun. To her rescue comes the Wolverine—only thanks to Ogun, their first encounter reveals that *he* may be the one in need of rescue. Ogun has bound Kitty to him body and soul, and the fight to win her freedom will test both the child and the old man who cares for her like she was his own blood to their limits.

For me as writer, the fun of this story was working as much of Japanese society and culture as possible into the fabric of the tale. At this point in her (very) young life, Kitty had already faced death by transformation into one the Brood; she'd beheld the transformation of the woman she'd come to regard as her big sister from the serene Wind-Rider into a leather-clad, angry-looking Mohawk-haired firebrand. But now she faced being embraced by an evil that seemed to grow outwards from the depths of her own soul. No matter how hard she fought, she seemed unable to find a way to set herself free. She's just a kid; giving up would be *so* easy—as Logan tells her more than once. The choice is hers—and thanks to Al Milgrom's skill with character presentation and primal story telling, the reader is right next to the kid for every step of her journey.

Oft-times in comics, a writer starts a story with no true idea of how things will turn out in the end. We know what we're asking for—because the words are right there in front of us on paper—and the question becomes whether or not the artist is able to see the story from the same perspective. Al did all that and more, crafting a visual feast that even now, after more years than I care to think about, I still find myself enjoying the series every time I look at it.

At the same time, the mainstream monthly title, *The Uncanny X-Men*, was in the capable hands of John Romita Jr., who'd taken over the series' penciling responsibilities from Paul Smith a year earlier. In the five issues chronicled here, he gave us Rachel's second encounter with Selene, the Hellfire Club's new Black Queen (#189, "Two Girls Out to Have Fun!"), an ancient Hyborean sorcerer's conquest of Manhattan (#190-191, "An Age Undreamed Of" and "Raiders of the Lost Temple"), a pitched battle with the father of Warlock, one of the newest members of the companion student team, the New Mutants (#192, "Fun 'n' Games"), and in my 100th issue as writer of the title, a double-sized chronicle of a struggle between the X-Men and the Hellions as James Proudstar seeks to avenge what he believes to be the murder of his brother John, the original Thunderbird, at the hands of Charles Xavier (#193, "Warhunt 2").

JRJR did the pencils and Dan Green the inks, on all but #189, where Steve Leialoha stood in as guest inker. There are the usual hero-villain fights that readers expect from every story, but for me, mostly, these are stories about character. It's about Rachel trying to come to terms with her history in a world that seems to have nothing to do with it, while exploring Manhattan with a young woman of mixed Roman and Incan ancestry who seems to have a personal vendetta against the woman who came very close to killing Rachel the night the young woman arrived on our world.

This is followed by my own personal vision of a (*very*) Secret War, with X-Men teaming up with Avengers against Kulan Gath, an ancient sorcerer last seen in an issue of *Marvel Team-Up*, wherein Spidey teamed up with Red Sonja, who apparently might possibly be an ancestor of Mary Jane Watson! This time, Selene turns out to be one of the heroes, teaming with the X-Men against what turns out to be an adversary from her own past.

The following story chronicles the attempt by Warlock's father, Magus, to collect his wayward, rebellious son. On the struggle side of the ledger, it's a chance to showcase Rachel, Piotr and Kurt. At the same time, though, Kitty returns from her adventure in Japan; more importantly, Charles Xavier, teaching at Columbia University, is mugged and left for dead on the streets of Manhattan.

Which leads us into the last issue included in this compilation, my hundredth issue as writer. The story is primarily about closing the circle opened by the death John Proudstar, the original Thunderbird; his younger brother, James, believes Charles Xavier responsible for John's death and wants vengeance. At the same time, Charles is starting to deal with the consequences of the almost-fatal beating he suffered in the previous issue and the revelation while he is among the Morlocks that the confrontation between humanity and mutantkind is turning increasingly murderous. For all his efforts to build bridges between these two branches, the reality around him clearly is getting worse. To a very real extent, that ominous background sets the stage for his confrontation with James, whose battle turns out to be as much with himself as with the X-Men. The conclusion of the story becomes a turning point for Proudstar and the X-Men both.

The *X-Men and Alpha Flight* miniseries celebrates the return of Paul Smith as penciler. Paul was the third artist to handle the All-New, All-Different X-Men. Following two stints by series artistic creator Dave Cockrum that bracketed John Byrne, Paul wasn't on the book for all that long, but

in that short time he visually crafted memorable issues that catapulted the series to the top of the sales pyramid, where it would remain pretty much through the end of the 20th century. Here was a chance to spend some time with Scott and Madelyne, embracing what they both hoped would be a happy, *normal* life. In essence, that was the purpose of the story: to show the depth of feelings between the married couple, in part by revealing Madelyne's pregnancy and in the process establish their relationship as one that would last. Rachel's reality—the world she remembered—no longer existed; here was what would replace it, with just as much joy and just as much potential, but along a path that was now thick with unanticipated possibilities. Paul's art was everything both writer and reader could wish. The characters looked great; the action was wonderfully presented. The selfish pity for me was that, like Loki's gift of super-powers that transformed many of the cast, he couldn't stay.

Also presented here is *X-Men Annual #8*, which is a late-night high adventure told by Illyana Rasputin to the X-Men and her fellow New Mutants around a hearty autumnal campfire. For me, it does what Annuals should do which is tell a single story that might not fit as smoothly into the monthly run of the series: a bigger story, a slight—or perhaps not so slight, as in this case—change of pace that shows readers the essences of the characters but from a totally different, hopefully unexpected and enjoyable perspective. And who better to present the visuals than my collaborator on *Spider-Woman*, Steve Leialoha. Again, as with John, as with Paul, as with Al, perhaps not an instinctively popular, go-to artist; for me, though, he's just great—because he excels in the presentation of character. He finds ways such as the initial attack on her starship that leads to Kitty's capture by the White Queen, to present the youngster in ways that instantly define her as a person—and by extension a hero—and far more importantly invite the reader to *care* about her. This is an exciting story where some truly awful things happen—and yet there are scenes that bring an instinctive smile to my face. Steve never lost sight of the reality that Kitty was a kid, and fact is I fell in love with his drunken Star-Rider Ororo the moment I saw her. As for the story, it's one of my guilty favorites that never fails even now to make me grin.

As I said, the stories you read here run the gamut from the very worst of times to the very best. They round off past events but, far more important, set the stage for much of what's to come—but must important of all, they speak to what is for me the essence of what the X-Men was and should always be about.

Mutants occupy a unique place in the Marvel creative pantheon. They are not accidents of fate: People here aren't bitten by radioactive spiders, they don't get exposed to gamma rays or solar rays, they aren't scientists caught in lab accidents or wounded in foreign wars or even living gods. They are not what almost every other baseline hero is: one-offs.

Mutants are children who just happen to represent the potential next step in human evolution/ existence. Nothing more, nothing less. They're either the next natural visual in the Almighty's unending tapestry of creation or an experiment that fate will eventually erase. Their manifestation can't be predicted but their existence is clearly feared. How mutants and the humanity that surrounds them deal with that fear is what gives these characters and stories their lasting moment. It makes them different right off the bat and, to me, makes them essential.

Because mutants stand in for the outcasts among our own society. They're the new people on the block, in our schools, crossing our borders. They're the people who love outside the standard, historically approved box, who worship God in a different way, or a different God altogether, who dance to a different beat. Whose skin is a different color. These are the people it's easy to fear and

by extension hate because they can be described in a quick and casual—and for some, funny—cliché. You give a speech, you make a remark, you get a laugh, you move on—but the words, the thoughts, remain. People remember, people look around at the world changing faster than they can deal, with into something they no longer recognize, and they look for someone to blame.

That "someone" is mutants. Herein can be found the essence of the unending struggle—if not outright confrontation—between age-old best friends Charles Xavier and Erik Lehnsherr. The one grounds his life on the foundation of hope; he focuses on the infinite potential revealed by his telepathy. He fights to bring humans and mutants together. The other is defined by his childhood reality of the *Shoah*, the Holocaust. He has survived human history at its absolute worst and that experience has left scars no amount of effort can erase. He will do whatever is necessary to safeguard his people, and if that leads to war, he's even more determined that mutantkind emerges triumphant. To him, humanity will forever be the Adversary. There can be no accommodation, only victory.

That's why, to me, the stories of the X-Men and the New Mutants—with the characters still fundamentally kids, works in progress—are so important. "Days of Future Past"—the future-world Rachel comes from—is an ending to the story, which, as Charles said, as Scott says, we won't know 'til we get there. And by then, it'll be too late. These are the stories of heroes trying to change that, despite the fact that ongoing evidence suggests they can't. The characters are fighting as hard as they can to hold on to the capacity to change, for the better.

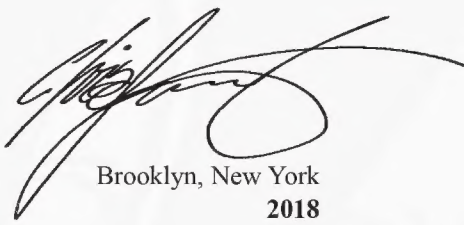
Kitty made a choice against Ogun, as did Loki's transformed New Gods, as did Thunderbird. The moment was hard, the ultimate outcome far from guaranteed, but for them this was the decision of heart and conscience.

Through their example, hopefully the readers will find in themselves the capacity to try to do the same.

And hopefully, because this is a material world, come back a month later to see what happens next.

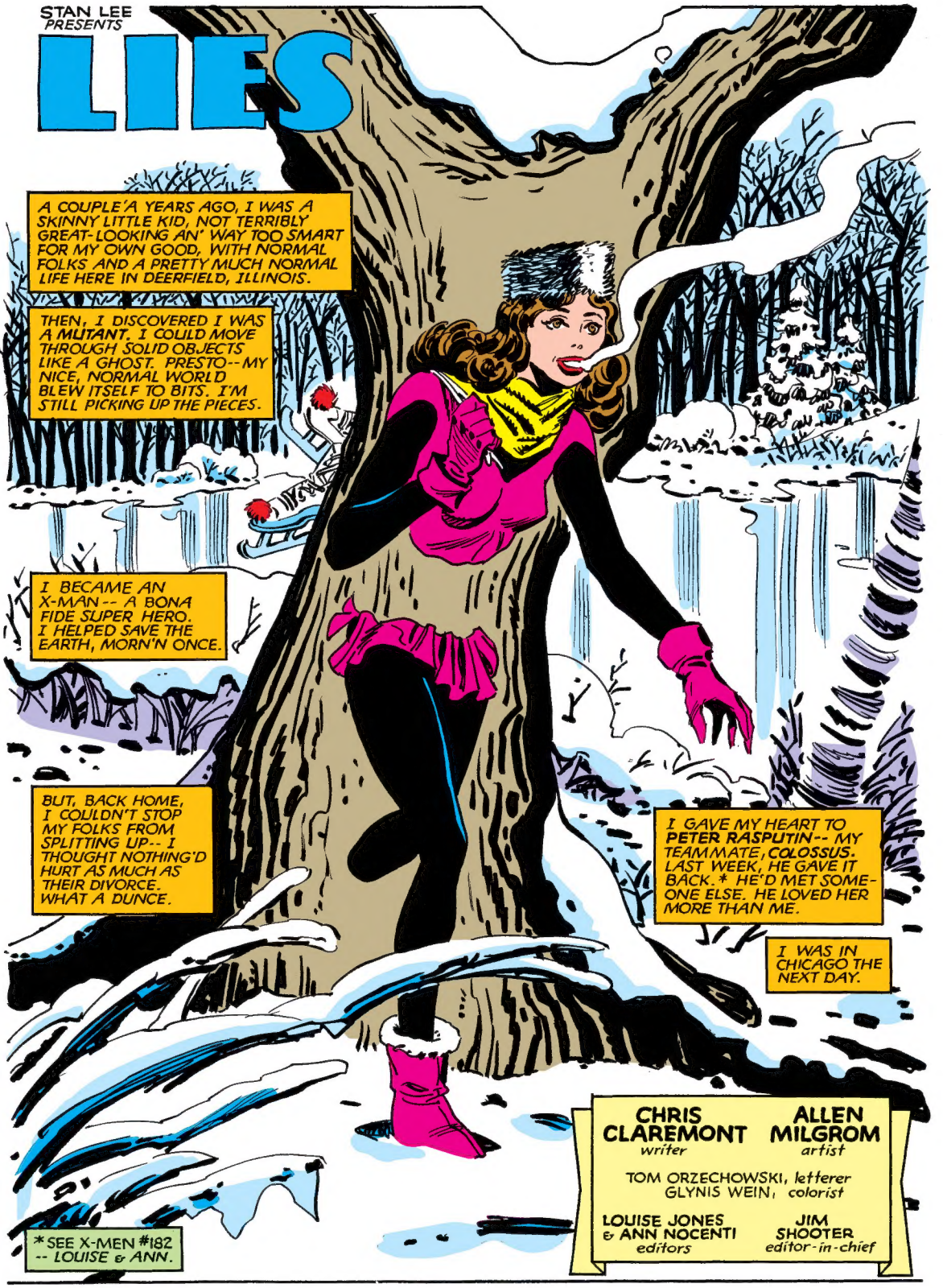
That's what happened with me a long, *long* time ago when I read my first issue of *Fantastic Four* and, yes, *X-Men*.

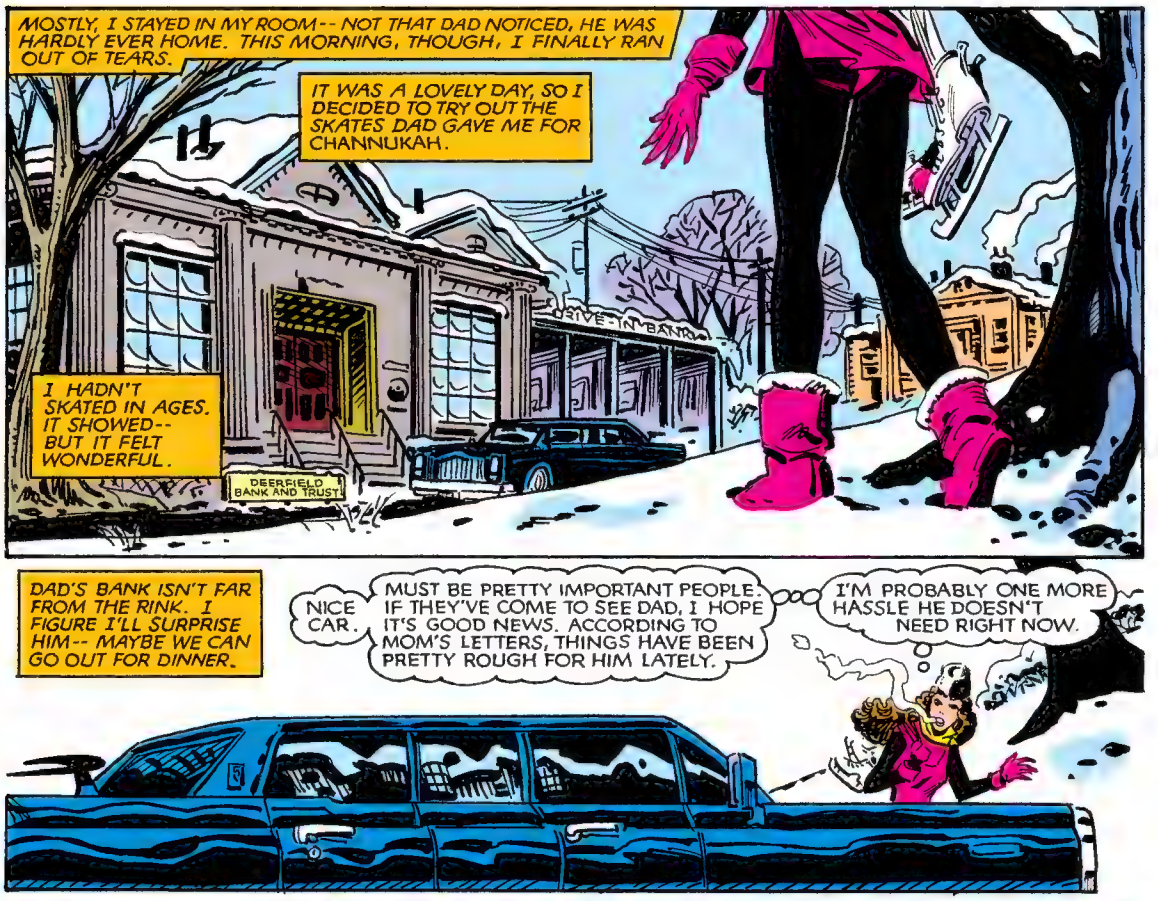
May you readers be just as tempted and have just as much fun!



Brooklyn, New York
2018

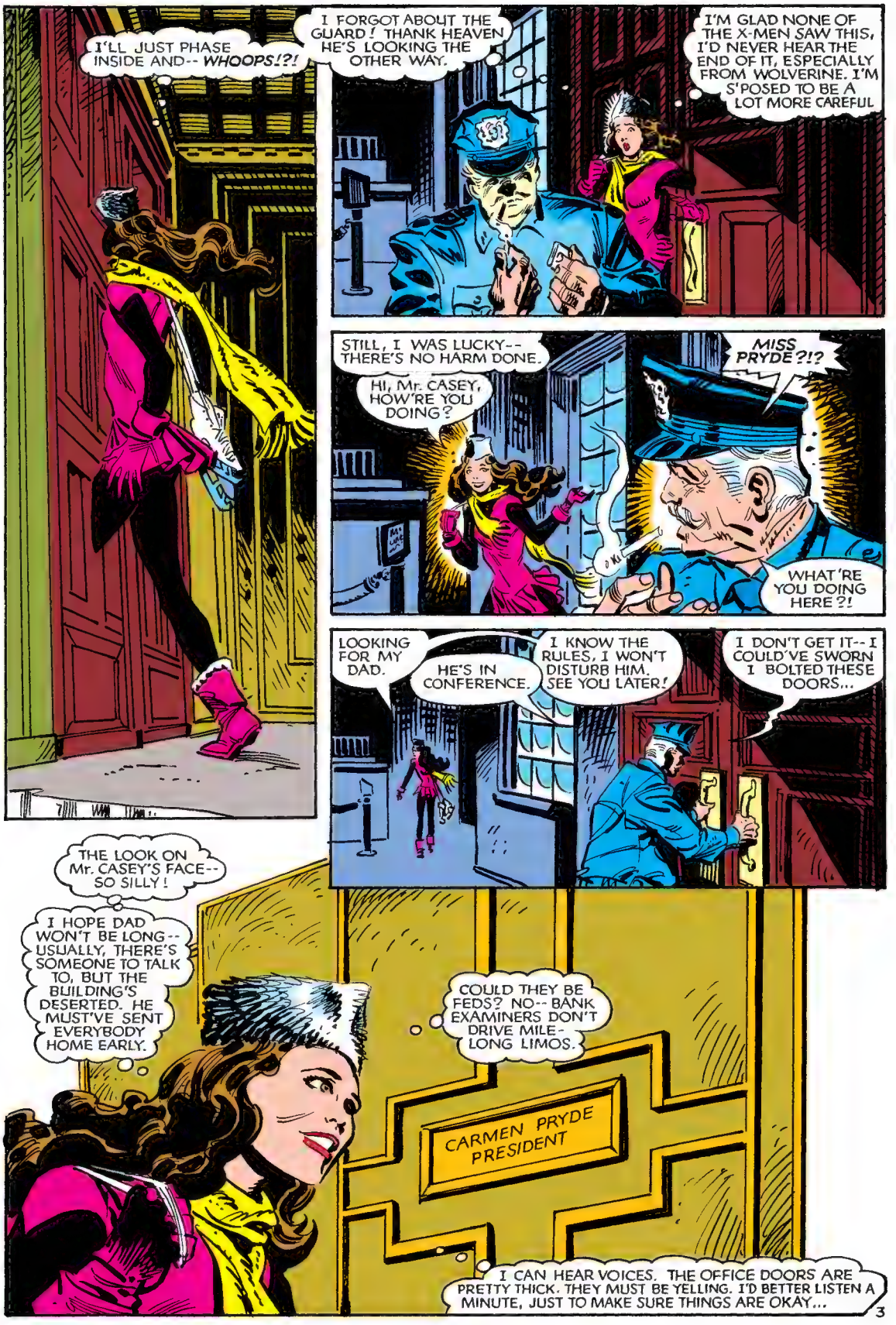
MARVEL
© 1984 MARVEL COMICS GROUP
75¢
1
NOV
02629
APPROVED BY THE COMICS CODE AUTHORITY
#1 IN A SIX-ISSUE LIMITED SERIES
Kitty Pryde
AND
WOLVERINE
MILGROM

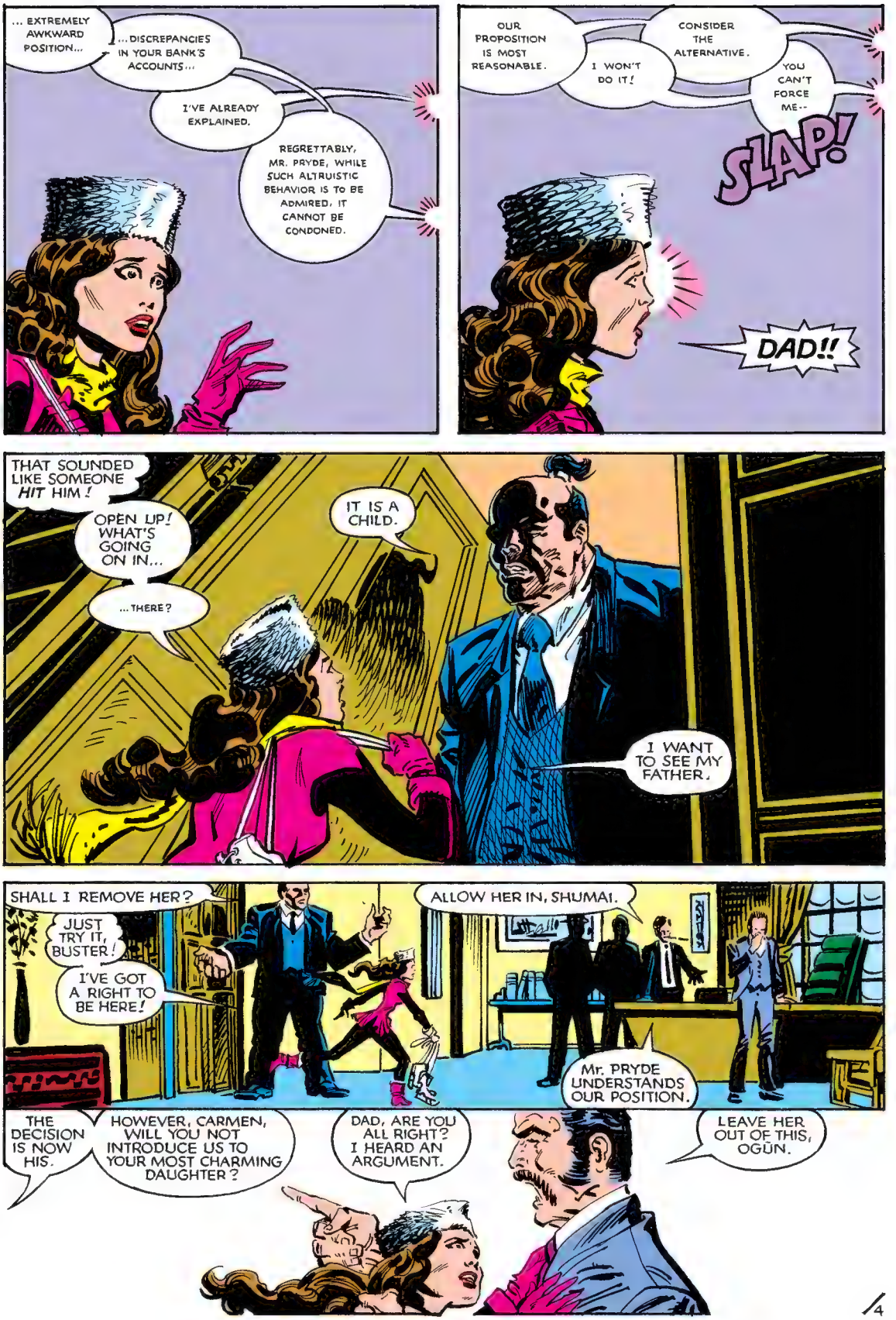

STAN LEE PRESENTS
LIES
A COUPLE'A YEARS AGO, I WAS A SKINNY LITTLE KID, NOT TERRIBLY GREAT-LOOKING AN' WAY TOO SMART FOR MY OWN GOOD, WITH NORMAL FOLKS AND A PRETTY MUCH NORMAL LIFE HERE IN DEERFIELD, ILLINOIS.
THEN, I DISCOVERED I WAS A MUTANT. I COULD MOVE THROUGH SOLID OBJECTS LIKE A GHOST. PRESTO--MY NICE, NORMAL WORLD BLEW ITSELF TO BITS. I'M STILL PICKING UP THE PIECES.
I BECAME AN X-MAN -- A BONA FIDE SUPER HERO. I HELPED SAVE THE EARTH, MORN'N ONCE.
BUT, BACK HOME, I COULDN'T STOP MY FOLKS FROM SPLITTING UP-- I THOUGHT NOTHING'D HURT AS MUCH AS THEIR DIVORCE. WHAT A DUNCE.
I GAVE MY HEART TO PETER RASPUTIN-- MY TEAMMATE, COLOSSUS. LAST WEEK, HE GAVE IT BACK. * HE'D MET SOMEONE ELSE. HE LOVED HER MORE THAN ME.
I WAS IN CHICAGO THE NEXT DAY.
CHRIS CLAREMONT writer
ALLEN MILGROM artist
TOM ORZECHOWSKI, letterer
GLYNIS WEIN, colorist
LOUISE JONES & ANN NOCENTI editors
JIM SHOOTER editor-in-chief
* SEE X-MEN #182 -- LOUISE & ANN.


MOSTLY, I STAYED IN MY ROOM-- NOT THAT DAD NOTICED, HE WAS HARDLY EVER HOME. THIS MORNING, THOUGH, I FINALLY RAN OUT OF TEARS.
IT WAS A LOVELY DAY, SO I DECIDED TO TRY OUT THE SKATES DAD GAVE ME FOR CHANNUKAH.
I HADN'T SKATED IN AGES. IT SHOWED-- BUT IT FELT WONDERFUL.
DRIVE-IN BANK
DEERFIELD BANK AND TRUST
DAD'S BANK ISN'T FAR FROM THE RINK. I FIGURE I'LL SURPRISE HIM-- MAYBE WE CAN GO OUT FOR DINNER.
NICE CAR.
MUST BE PRETTY IMPORTANT PEOPLE IF THEY'VE COME TO SEE DAD. I HOPE IT'S GOOD NEWS. ACCORDING TO MOM'S LETTERS, THINGS HAVE BEEN PRETTY ROUGH FOR HIM LATELY.
I'M PROBABLY ONE MORE HASSLE HE DOESN'T NEED RIGHT NOW.

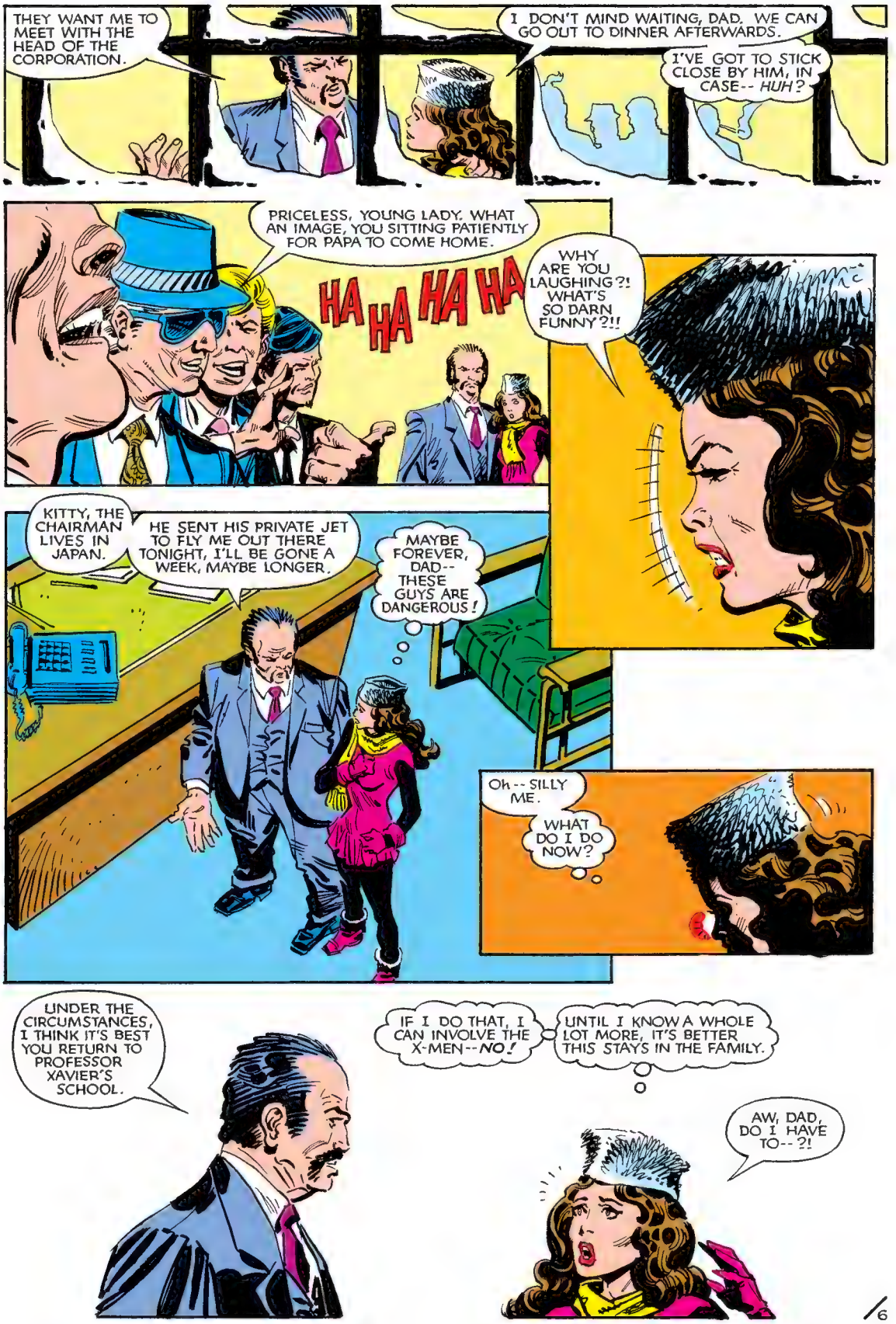
MAYBE I'M ACTING LIKE A SPOILED, SELFISH BABY-- BUT HE'S MY DAD! WHO ELSE AM I SUPPOSED TO TURN TO?! WHERE ELSE AM I SUPPOSED TO GO, IF NOT HOME?!!
THE DOOR'S LOCKED--!
OF ALL THE STUPID-- I LOST TRACK OF TIME! THE BANK'S CLOSED!
BANK HOURS: MONDAY-FRIDAY 8:00 AM-3:00 PM SATURDAY 10:00 AM-1:30 PM

NO BIG DEAL-- PROVIDED THE COAST IS CLEAR.
GREAT! NOT A SOUL IN SIGHT!

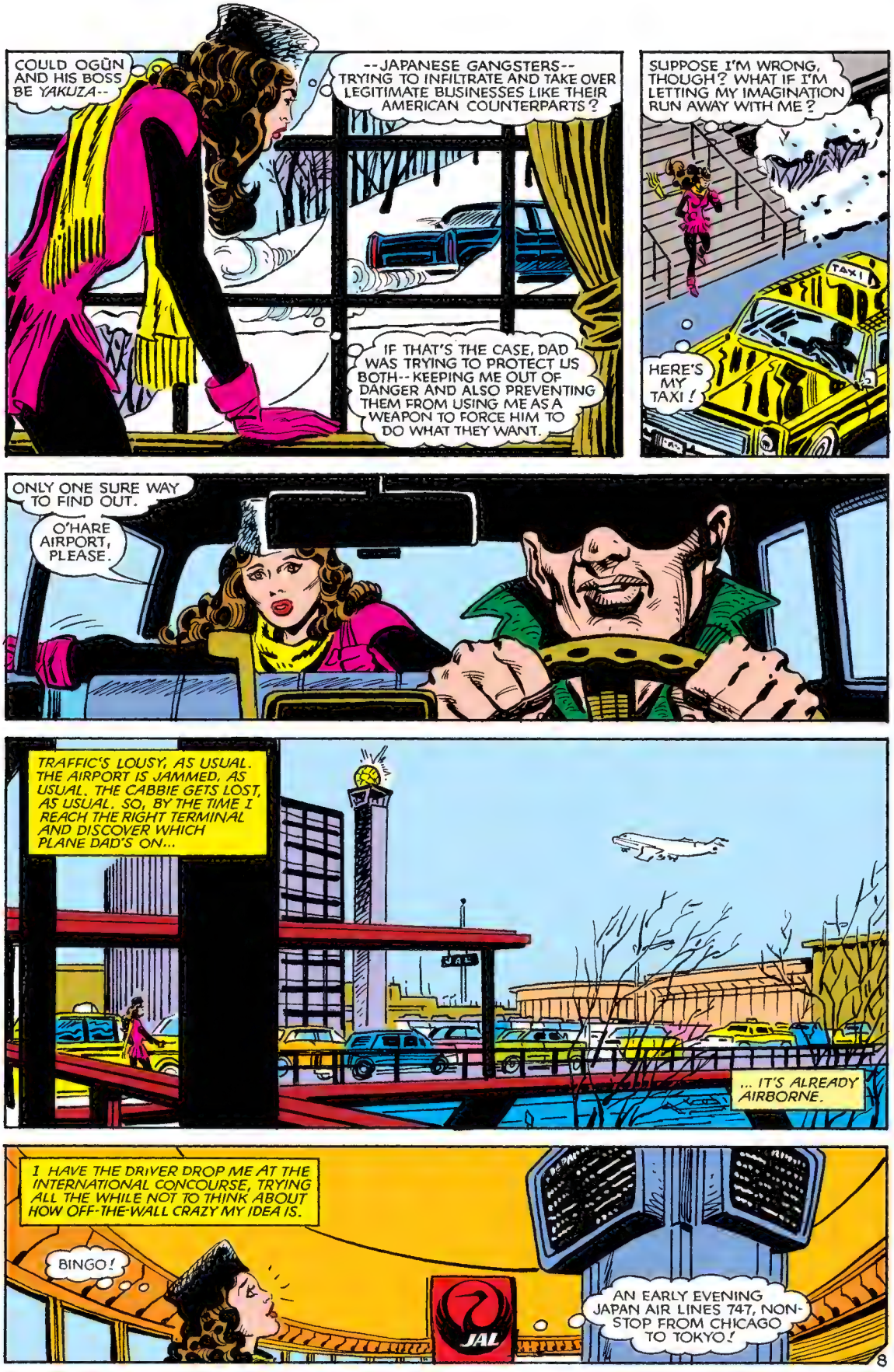

I'LL JUST PHASE INSIDE AND-- WHOOPS!?!
I FORGOT ABOUT THE GUARD! THANK HEAVEN HE'S LOOKING THE OTHER WAY.
I'M GLAD NONE OF THE X-MEN SAW THIS, I'D NEVER HEAR THE END OF IT, ESPECIALLY FROM WOLVERINE. I'M S'POSED TO BE A LOT MORE CAREFUL
STILL, I WAS LUCKY-- THERE'S NO HARM DONE.
HI, Mr. CASEY, HOW'RE YOU DOING?
MISS PRYDE?!?
WHAT'RE YOU DOING HERE?!
LOOKING FOR MY DAD.
HE'S IN CONFERENCE.
I KNOW THE RULES, I WON'T DISTURB HIM. SEE YOU LATER!
I DON'T GET IT-- I COULD'VE SWORN I BOLTED THESE DOORS...
THE LOOK ON Mr. CASEY'S FACE-- SO SILLY!
I HOPE DAD WON'T BE LONG-- USUALLY, THERE'S SOMEONE TO TALK TO, BUT THE BUILDING'S DESERTED. HE MUST'VE SENT EVERYBODY HOME EARLY.
COULD THEY BE FEDS? NO-- BANK EXAMINERS DON'T DRIVE MILE-LONG LIMOS.
CARMEN PRYDE PRESIDENT
I CAN HEAR VOICES. THE OFFICE DOORS ARE PRETTY THICK. THEY MUST BE YELLING. I'D BETTER LISTEN A MINUTE, JUST TO MAKE SURE THINGS ARE OKAY...

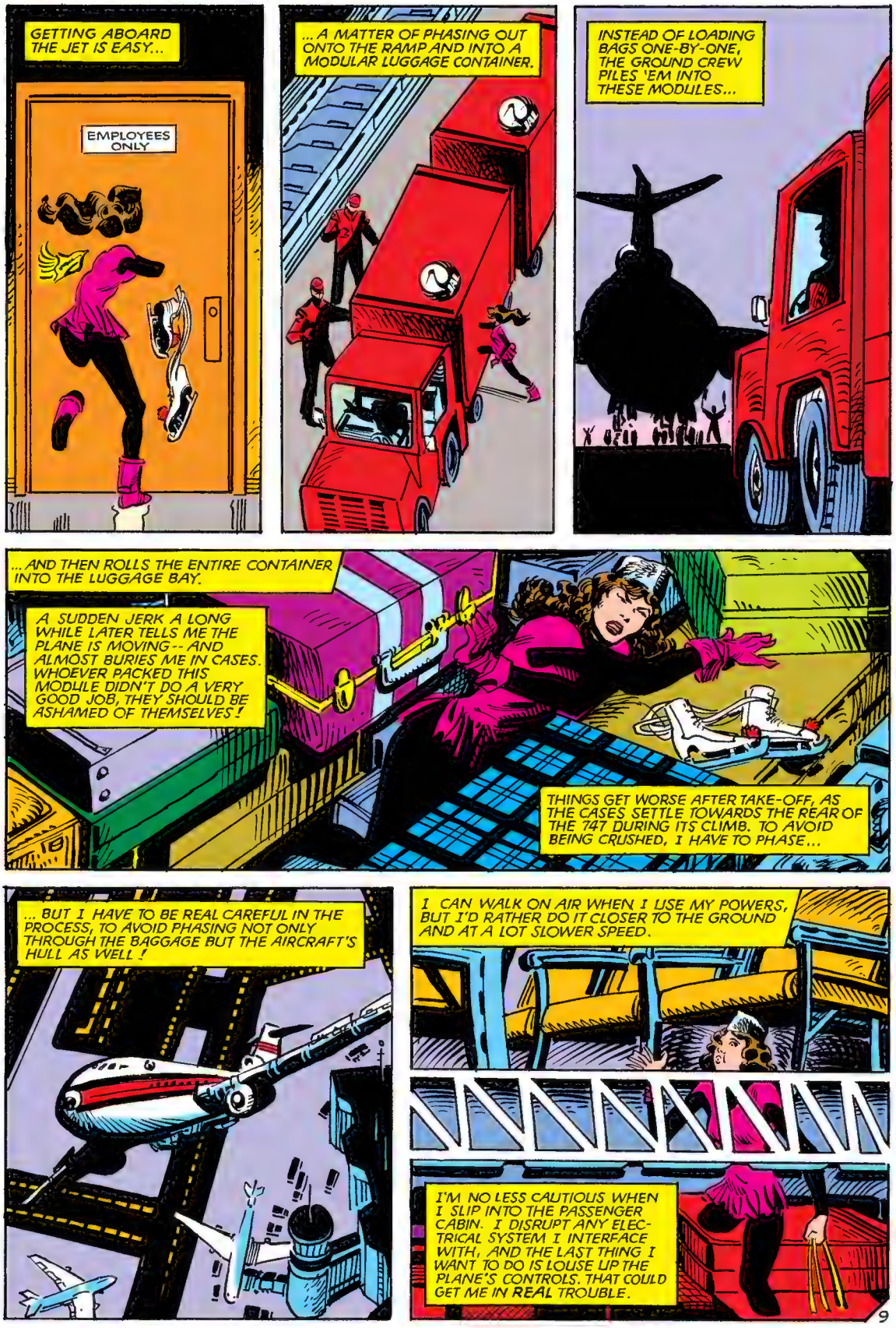

... EXTREMELY AWKWARD POSITION...
...DISCREPANCIES IN YOUR BANK'S ACCOUNTS...
I'VE ALREADY EXPLAINED.
REGRETTABLY, MR. PRYDE, WHILE SUCH ALTRUISTIC BEHAVIOR IS TO BE ADMIRED, IT CANNOT BE CONDONED.
OUR PROPOSITION IS MOST REASONABLE.
I WON'T DO IT!
CONSIDER THE ALTERNATIVE.
YOU CAN'T FORCE ME--
SLAP!
DAD!!
THAT SOUNDED LIKE SOMEONE HIT HIM!
OPEN UP! WHAT'S GOING ON IN...
...THERE?
IT IS A CHILD.
I WANT TO SEE MY FATHER.
SHALL I REMOVE HER?
JUST TRY IT, BUSTER!
I'VE GOT A RIGHT TO BE HERE!
ALLOW HER IN, SHUMAI.
Mr. PRYDE UNDERSTANDS OUR POSITION.
THE DECISION IS NOW HIS.
HOWEVER, CARMEN, WILL YOU NOT INTRODUCE US TO YOUR MOST CHARMING DAUGHTER?
DAD, ARE YOU ALL RIGHT? I HEARD AN ARGUMENT.
LEAVE HER OUT OF THIS, OGUN.

OUT OF WHAT?
JUST BUSINESS, HON. I'M AFRAID YOU'VE COME AT A BAD TIME.
HIS CHEEK'S ALL RED!
I BET THE CREEP BY THE DOOR DID IT. IF I HADN'T YELLED, THEY'D HAVE BEATEN DAD UP!
WHO ARE THEY?! WHAT HAVE I BARGED IN ON?!!
KITTY, THESE GENTLEMEN ARE, uh, REPRESENTITIVES OF THE CORPORATION THAT RECENTLY PURCHASED THE BANK.
BUT--THE BANK'S BEEN FAMILY-OWNED FOR GENERATIONS, EVER SINCE DAD'S GREAT-GRAN'PA FOUNDED IT! SELLING IT MUST'VE BROKEN DAD'S HEART!
THAT EXPLAINS WHY HE'S BEEN SO DISTRACTED AND UPSET--HE WOULDN'T HAVE DONE THIS IF HE'D HAD ANY CHOICE, THINGS MUST'VE GOTTEN REALLY AWFUL!
Hi.
Mr. SHUMAI IS THEIR BODYGUARD...
... Mr. DELANO AND Mr. WALSH ARE PART OF THE NORTH AMERICAN MANAGEMENT TEAM...
... AND Mr. OGŪN IS FROM THE MAIN OFFICE.
IT IS A VERY GREAT PLEASURE TO MAKE YOUR ACQUAINTANCE, MISS PRYDE.
I'LL BET.
OGŪN'S EYES LINGER ON MINE--
--AND MY FIRST INSTINCT IS TO RUN AWAY AND HIDE. I SUDDENLY REMEMBER HOW SCARED I WAS THE FIRST TIME I MET WOLVERINE. WITHOUT A WORD BEING SAID, I'D KNOWN INSTINCTIVELY WHAT HE WAS.
OGŪN'S THE SAME.

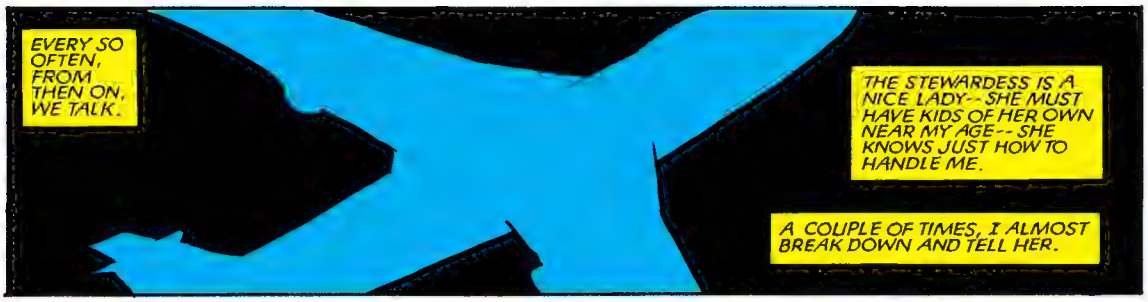

THEY WANT ME TO MEET WITH THE HEAD OF THE CORPORATION.
I DON'T MIND WAITING, DAD. WE CAN GO OUT TO DINNER AFTERWARDS.
I'VE GOT TO STICK CLOSE BY HIM, IN CASE-- HUH?
PRICELESS, YOUNG LADY. WHAT AN IMAGE, YOU SITTING PATIENTLY FOR PAPA TO COME HOME.
HA HA HA HA
WHY ARE YOU LAUGHING?! WHAT'S SO DARN FUNNY?!!
KITTY, THE CHAIRMAN LIVES IN JAPAN.
HE SENT HIS PRIVATE JET TO FLY ME OUT THERE TONIGHT, I'LL BE GONE A WEEK, MAYBE LONGER.
MAYBE FOREVER, DAD-- THESE GUYS ARE DANGEROUS!
Oh -- SILLY ME.
WHAT DO I DO NOW?
UNDER THE CIRCUMSTANCES, I THINK IT'S BEST YOU RETURN TO PROFESSOR XAVIER'S SCHOOL.
IF I DO THAT, I CAN INVOLVE THE X-MEN--NO!
UNTIL I KNOW A WHOLE LOT MORE, IT'S BETTER THIS STAYS IN THE FAMILY.
AW, DAD, DO I HAVE TO--?!

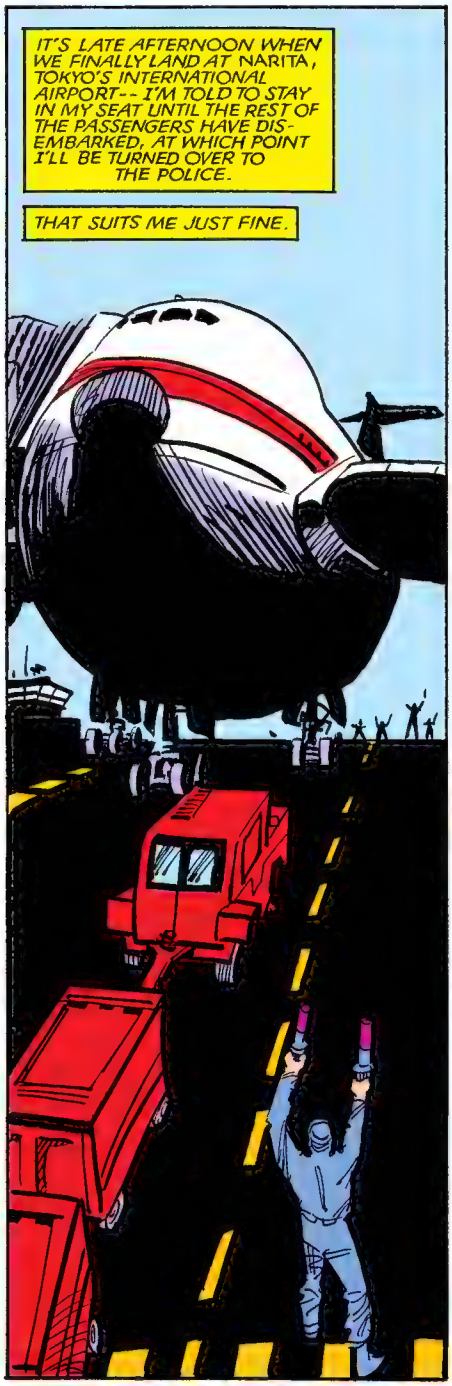
SHE IS MORE THAN WELCOME TO ACCOMPANY YOU, CARMEN. SHIGEMATSU-SAN, MY ESTEEMED EMPLOYER, IS QUITE FOND OF CHILDREN.
GEE, DAD, COULD I? THAT SOUNDS GREAT--!
NO! ABSOLUTELY NOT, I FORBID IT!
BUT--?!
MY DECISION IS FINAL, YOUNG LADY! I'LL BROOK NO FURTHER DISCUSSION!
I'M SORRY, KITTEN, I DIDN'T MEAN TO SNAP LIKE THAT, I'VE GOT A LOT ON MY MIND, I'M ON A REAL SHORT FUSE THESE DAYS.
THIS ONCE, WILL YOU PLEASE DO AS I SAY? I'LL EXPLAIN LATER, I PROMISE.
HERE'S A NOTE FOR Mrs. LYSINSKI, MY HOUSEKEEPER-- PLUS YOUR CAB FARE TO THE AIRPORT.
CAN YOU HANDLE THE CHANGE IN YOUR FLIGHT RESERVATIONS?
I'M A BIG GIRL, DADDY.
S-SURE, DAD. I'M SORRY I UPSET YOU.
I CAN TAKE CARE OF MYSELF.
AND YOU, TOO.
'BYE, KITTY. TAKE CARE.
YOU DO THE SAME, DAD. SEE YOU SOON.


COULD OGUN AND HIS BOSS BE YAKUZA--
--JAPANESE GANGSTERS-- TRYING TO INFILTRATE AND TAKE OVER LEGITIMATE BUSINESSES LIKE THEIR AMERICAN COUNTERPARTS?
IF THAT'S THE CASE, DAD WAS TRYING TO PROTECT US BOTH--KEEPING ME OUT OF DANGER AND ALSO PREVENTING THEM FROM USING ME AS A WEAPON TO FORCE HIM TO DO WHAT THEY WANT.
SUPPOSE I'M WRONG, THOUGH? WHAT IF I'M LETTING MY IMAGINATION RUN AWAY WITH ME?
TAXI
HERE'S MY TAXI!
ONLY ONE SURE WAY TO FIND OUT.
O'HARE AIRPORT, PLEASE.
TRAFFIC'S LOUSY, AS USUAL. THE AIRPORT IS JAMMED, AS USUAL. THE CABBIE GETS LOST, AS USUAL. SO, BY THE TIME I REACH THE RIGHT TERMINAL AND DISCOVER WHICH PLANE DAD'S ON...
JAL
... IT'S ALREADY AIRBORNE.
I HAVE THE DRIVER DROP ME AT THE INTERNATIONAL CONCOURSE, TRYING ALL THE WHILE NOT TO THINK ABOUT HOW OFF-THE-WALL CRAZY MY IDEA IS.
BINGO!
JAL
AN EARLY EVENING JAPAN AIR LINES 747, NON-STOP FROM CHICAGO TO TOKYO!


GETTING ABOARD THE JET IS EASY...
EMPLOYEES ONLY
...A MATTER OF PHASING OUT ONTO THE RAMP AND INTO A MODULAR LUGGAGE CONTAINER.
INSTEAD OF LOADING BAGS ONE-BY-ONE, THE GROUND CREW PILES 'EM INTO THESE MODULES...
...AND THEN ROLLS THE ENTIRE CONTAINER INTO THE LUGGAGE BAY.
A SUDDEN JERK A LONG WHILE LATER TELLS ME THE PLANE IS MOVING -- AND ALMOST BURIES ME IN CASES. WHOEVER PACKED THIS MODULE DIDN'T DO A VERY GOOD JOB, THEY SHOULD BE ASHAMED OF THEMSELVES!
THINGS GET WORSE AFTER TAKE-OFF, AS THE CASES SETTLE TOWARDS THE REAR OF THE 747 DURING ITS CLIMB. TO AVOID BEING CRUSHED, I HAVE TO PHASE...
...BUT I HAVE TO BE REAL CAREFUL IN THE PROCESS, TO AVOID PHASING NOT ONLY THROUGH THE BAGGAGE BUT THE AIRCRAFT'S HULL AS WELL!
I CAN WALK ON AIR WHEN I USE MY POWERS, BUT I'D RATHER DO IT CLOSER TO THE GROUND AND AT A LOT SLOWER SPEED.
I'M NO LESS CAUTIOUS WHEN I SLIP INTO THE PASSENGER CABIN. I DISRUPT ANY ELECTRICAL SYSTEM I INTERFACE WITH, AND THE LAST THING I WANT TO DO IS LOUSE UP THE PLANE'S CONTROLS. THAT COULD GET ME IN REAL TROUBLE.

GREAT-- THE FLIGHT ISN'T CROWDED.
I FIND MYSELF A REMOTE CORNER OF THE COACH CABIN AND TRY MY BEST TO HEAD FOR DREAMLAND.
EXCUSE ME, YOUNG LADY?
UMMNNNH-- OKAY, MRS. LYSINSKY, I'M AWAKE-- OH!
Oh.
HI.
SORRY TO WAKE YOU, MISS, BUT MAY I SEE YOUR TICKET AND BOARDING PASS?
I DON'T HAVE ONE.
JAL
I THOUGHT SO.
WE DON'T SEE MANY OUTFITS LIKE YOURS. I'D HAVE REMEMBERED. DO YOU HAVE A PASSPORT, OR ANY IDENTIFICATION?
NO.
HOW DID YOU GET ABOARD? AND WHY-- IS THIS SOME SORT OF SCHOOLGIRL PRANK?
NO! IT'S MY DAD, HE--!
WHAT DO I SAY--THAT I'M AFRAID HE'S BEEN KIDNAPPED BY GANGSTERS?!
I'VE GOT NO PROOF. FOR ALL I KNOW, IT MAY NOT EVEN BE TRUE!
WELL--?!
YOU'RE... RIGHT. I DID IT ON A DARE.
I'LL HAVE TO REPORT THIS TO THE CAPTAIN--ARE YOU SURE YOU'VE TOLD ME EVERYTHING?
UH-HUH.
SHE DOESN'T BELIEVE ME.


EVERY SO OFTEN, FROM THEN ON, WE TALK.
THE STEWARDESS IS A NICE LADY-- SHE MUST HAVE KIDS OF HER OWN NEAR MY AGE-- SHE KNOWS JUST HOW TO HANDLE ME.
A COUPLE OF TIMES, I ALMOST BREAK DOWN AND TELL HER.

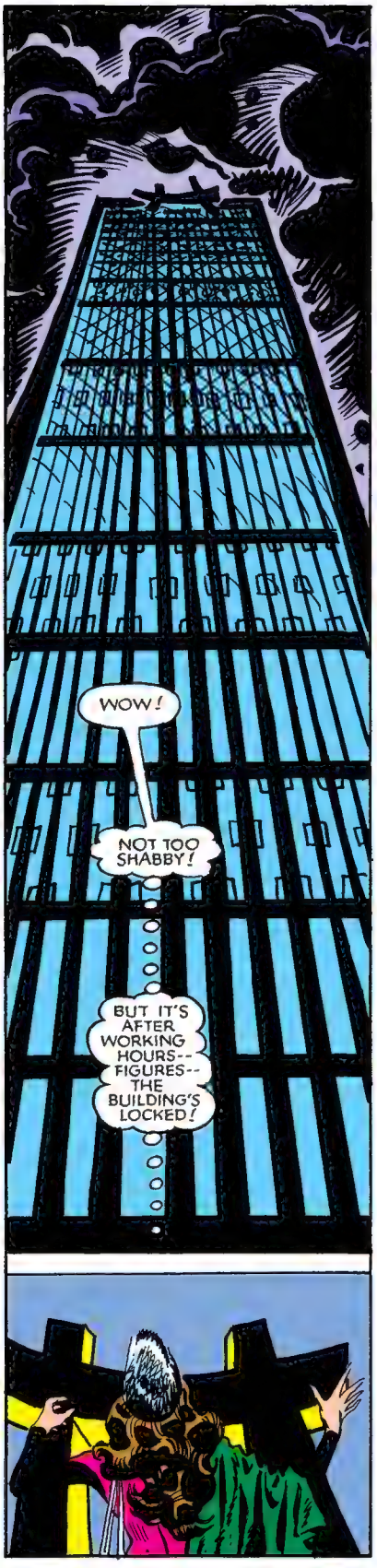

IT'S LATE AFTERNOON WHEN WE FINALLY LAND AT NARITA, TOKYO'S INTERNATIONAL AIRPORT-- I'M TOLD TO STAY IN MY SEAT UNTIL THE REST OF THE PASSENGERS HAVE DISEMBARKED, AT WHICH POINT I'LL BE TURNED OVER TO THE POLICE.
THAT SUITS ME JUST FINE.

SHE'S GONE-- BUT HOW?! WHERE?!!
THE CAPTAIN'S GOING TO LOVE THIS!
FORTUNATELY, IN THAT SKATING COSTUME, THE CHILD SHOULDN'T BE TOO HARD TO LOCATE.

WHOOPS!
'SCUSE ME! COMIN' THROUGH! GANGWAY!!

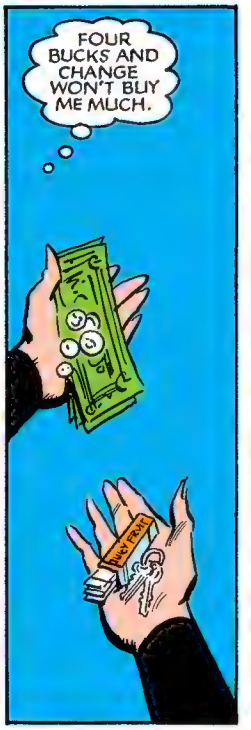
THIS SIDE OF THE 747 WAS IN SHADOW -- IF I'M LUCKY, THEY DIDN'T SEE ME PHASE THROUGH THE HULL. THEY'LL FIGURE I WAS HIDING IN THE LUGGAGE BAY.
WITH MY HEAD START, THOSE GUYS WON'T CATCH ME...
...BUT THE CREW CHIEF'S RADIOING AHEAD!
NEXT CAPER, I REALLY MUST WEAR SENSIBLE CLOTHES.
A BLIND MAN COULDN'T MISS THIS OUTFIT.
SO FAR, SO GOOD-- I PHASED DOWN TO THE LOWER LEVELS TO GET ACROSS THE TERMINAL. NOBODY SAW ME.
THERE'S THE BUS RAMP!
ONE'S LEAVING FOR TOKYO-- IF I CAN CATCH IT--!
BUS FOR TOKY
I'M IN!
CRIPES, AS I SOLIDIFIED, I BUMPED INTO THIS MAN!
<WHAT ARE YOU DOING, GIRL?!*>
< FORGIVE ME, HONORED SIR. THE BUS LURCH THREW ME OFF-BALANCE. >
< USE THE SAFETY RAILS. FROM NOW ON, BE MORE CAREFUL-- AND CONSIDERATE! >
HEI.*
CREEP!
*TRANSLATED FROM THE JAPANESE --ANN.
WHEN I FIRST VISITED JAPAN WITH THE X-MEN, PROFESSOR XAVIER TELEPATHICALLY TAUGHT US ALL THE LANGUAGE. THANKS TO HIM, I SPEAK IT LIKE A NATIVE.
THAT, AND MY POWERS, ARE ABOUT MY ONLY ASSETS.

I WISH I'D PAID MORE ATTENTION WHEN WE TOURED THE CITY.
I'D FORGOTTEN HOW HUGE TOKYO IS...
...AND HOW CROWDED.
I WONDER IF THERE'S A GENERAL ALARM OUT FOR ME? EVEN IF THERE IS, THE LOCAL COPS PROBABLY HAVE A LOT MORE IMPORTANT THINGS TO WORRY ABOUT.
I HOPE.
I DON'T EVEN KNOW WHERE TO BEGIN TO LOOK FOR DAD.
OR DO I?!
THE HEAD GOON, OGUN, MENTIONED THAT HIS BOSS WAS SOMEBODY NAMED...
...SHIGEMATSU!
ASSUMING THE COMPANY'S IN HIS OWN NAME...
... I CAN GET ITS ADDRESS FROM INFORMATION!
BINGO!
THE MAIN OFFICE IS IN THE OTEMACHI DISTRICT, NEAR TOKYO STATION.
ACCORDING TO THE OPERATOR--BLESS HER--THAT'S ONLY A FEW BLOCKS AWAY!


WOW!
NOT TOO SHABBY!
BUT IT'S AFTER WORKING HOURS-- FIGURES-- THE BUILDING'S LOCKED!

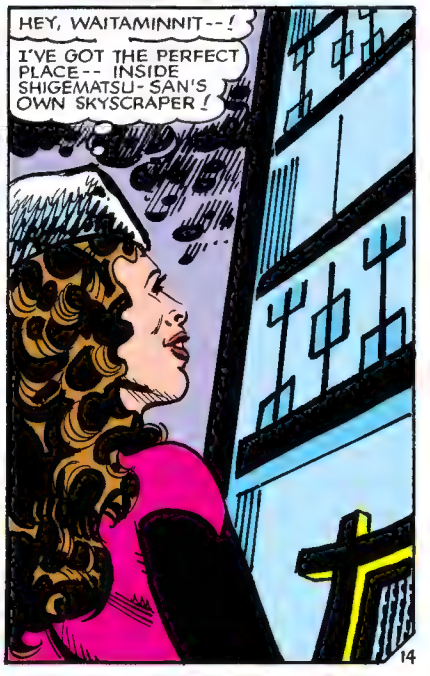
IT'S GETTING DARK, TOO-- AND THOSE CLOUDS LOOK REAL NASTY.
I'M NOT DRESSED FOR RAIN.

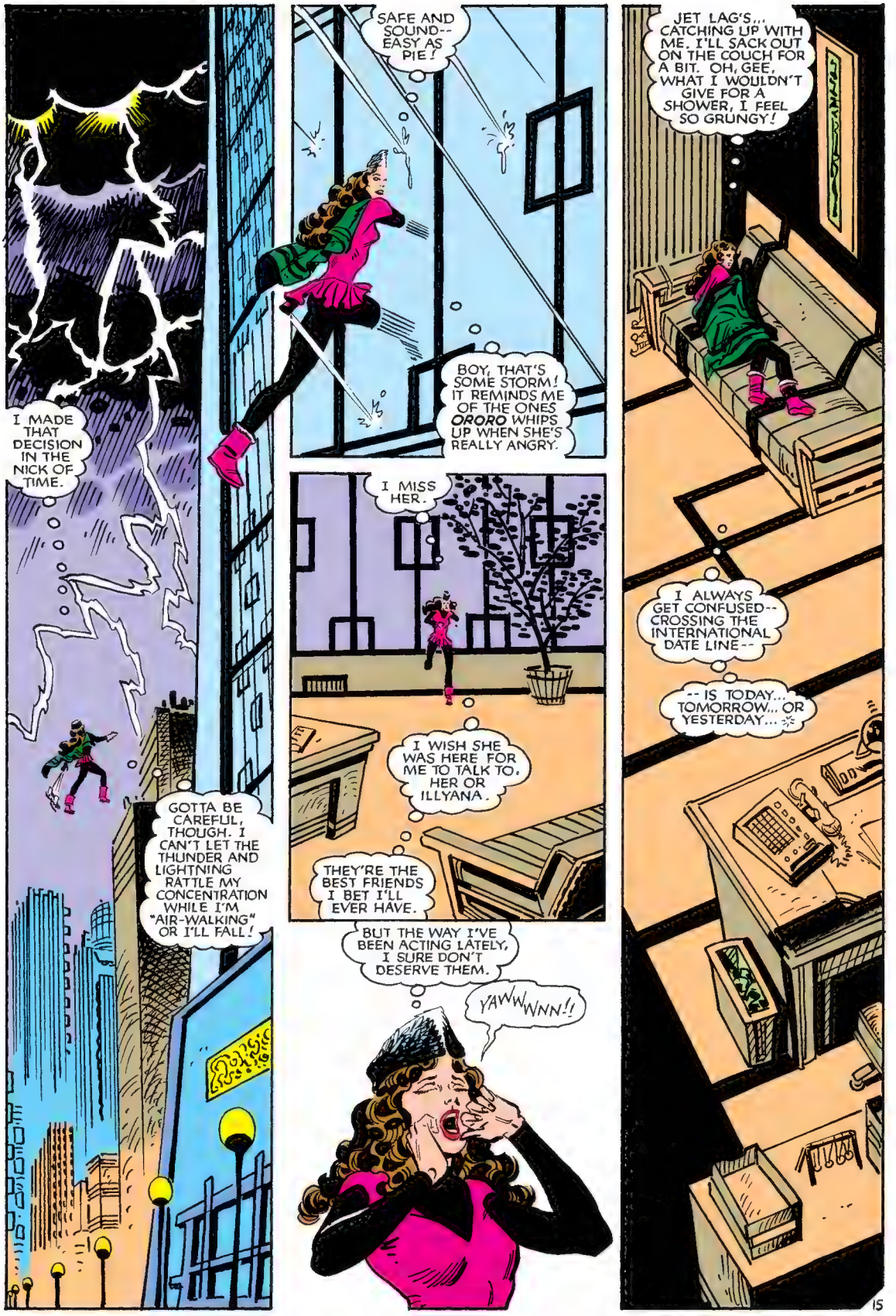
I'M NOT DRESSED FOR MUCH OF ANYTHING!


FOUR BUCKS AND CHANGE WON'T BUY ME MUCH.

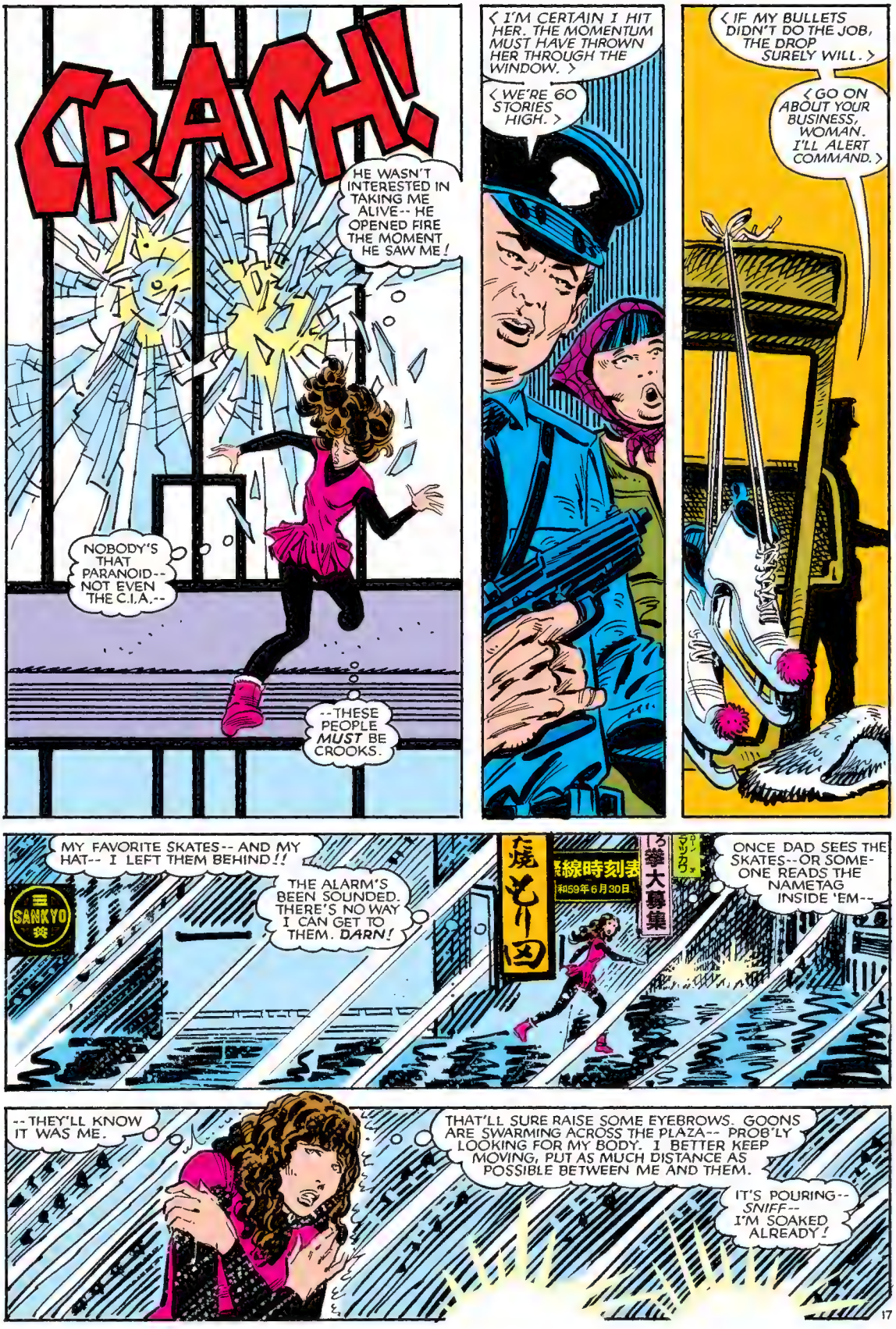
AND TWO AND A HALF STICKS OF GUM MAKE A LOUSY DINNER--
-- A RAINDROP!
PLINK!

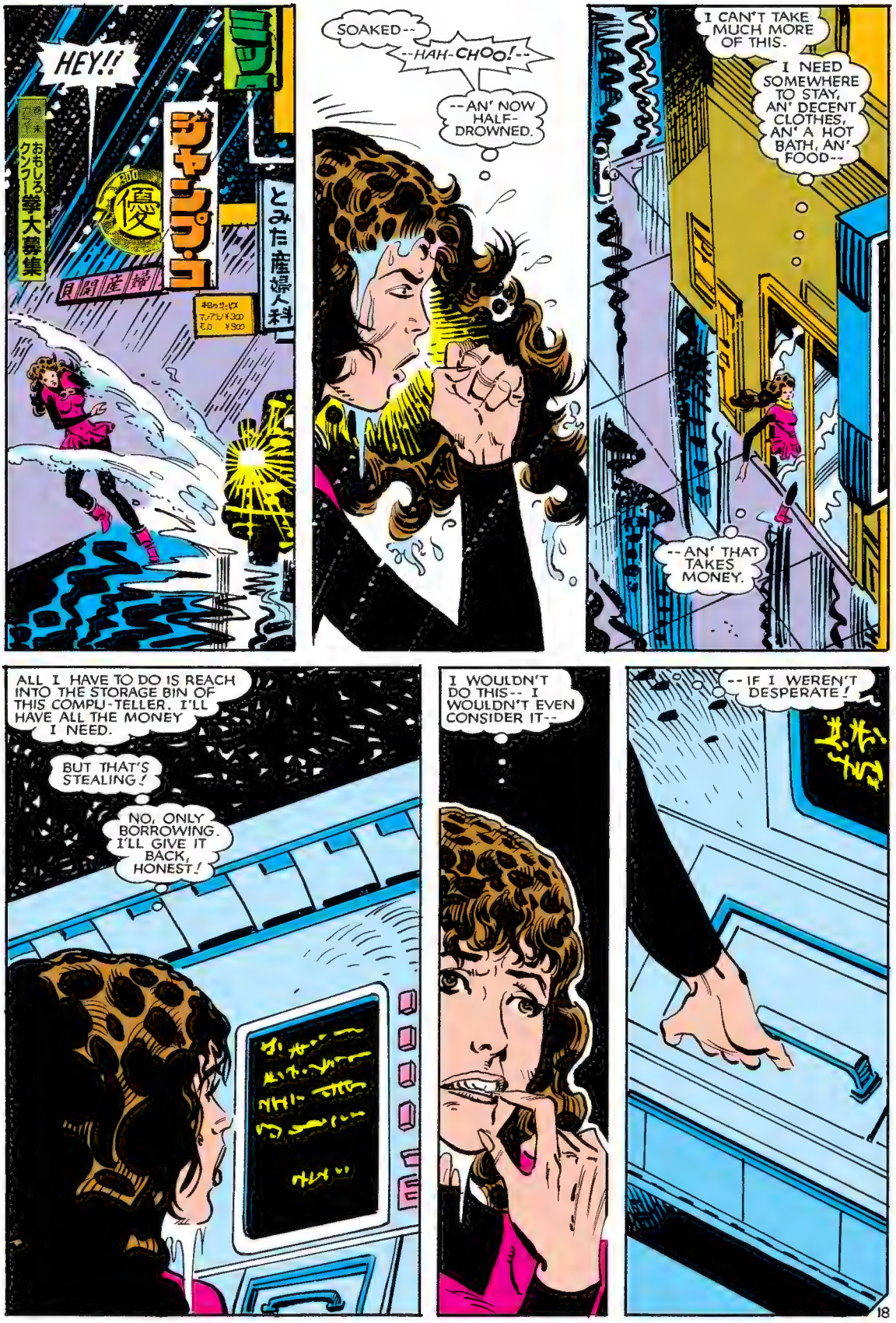
THAT SETTLES THINGS. I HAVE TO FIND COVER.
I CAN'T TURN TO OUR FRIEND LADY MARIKO-- SHE'LL CALL THE PROFESSOR.

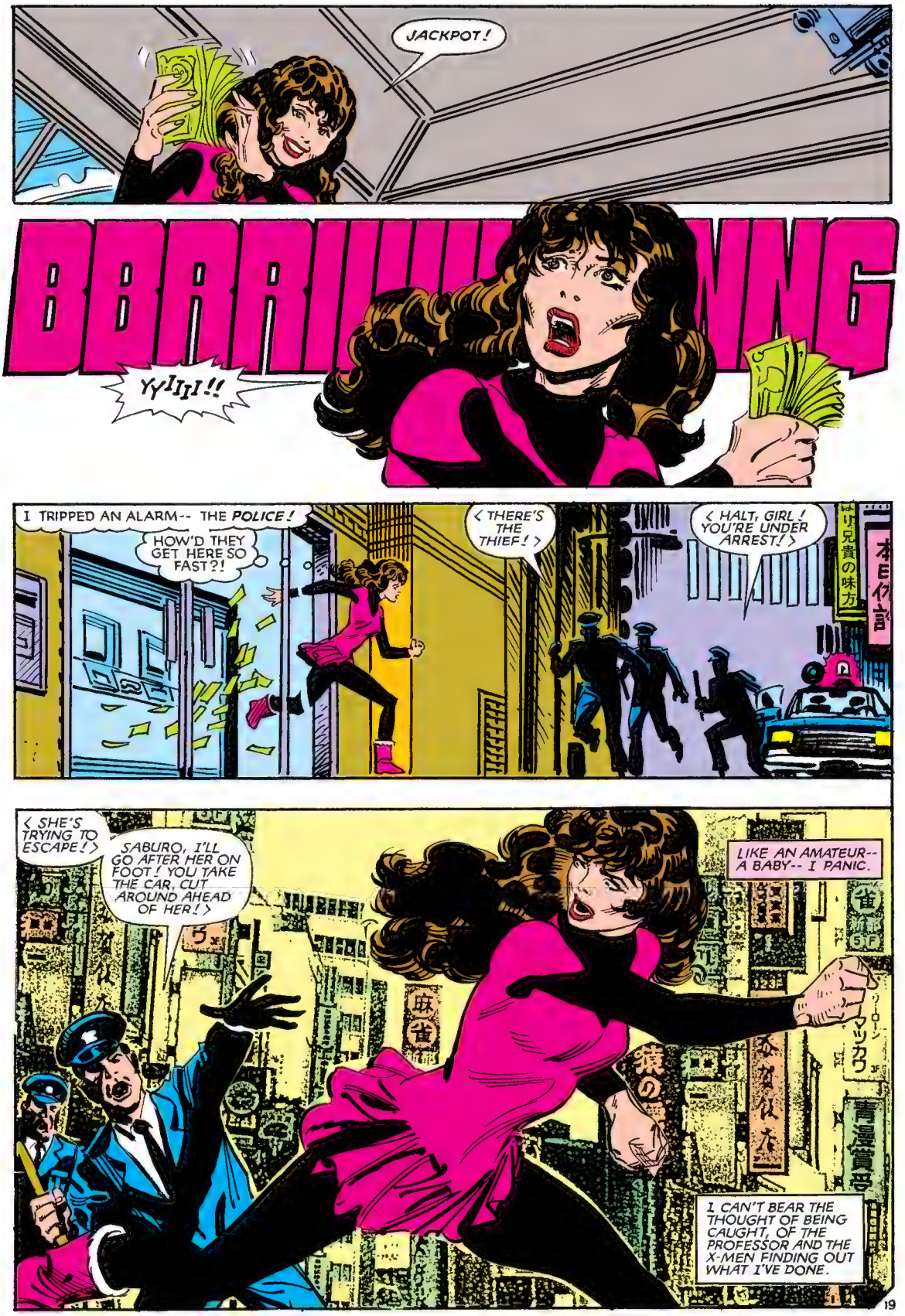

HEY, WAITAMINNIT--!
I'VE GOT THE PERFECT PLACE-- INSIDE SHIGEMATSU-SAN'S OWN SKYSCRAPER!

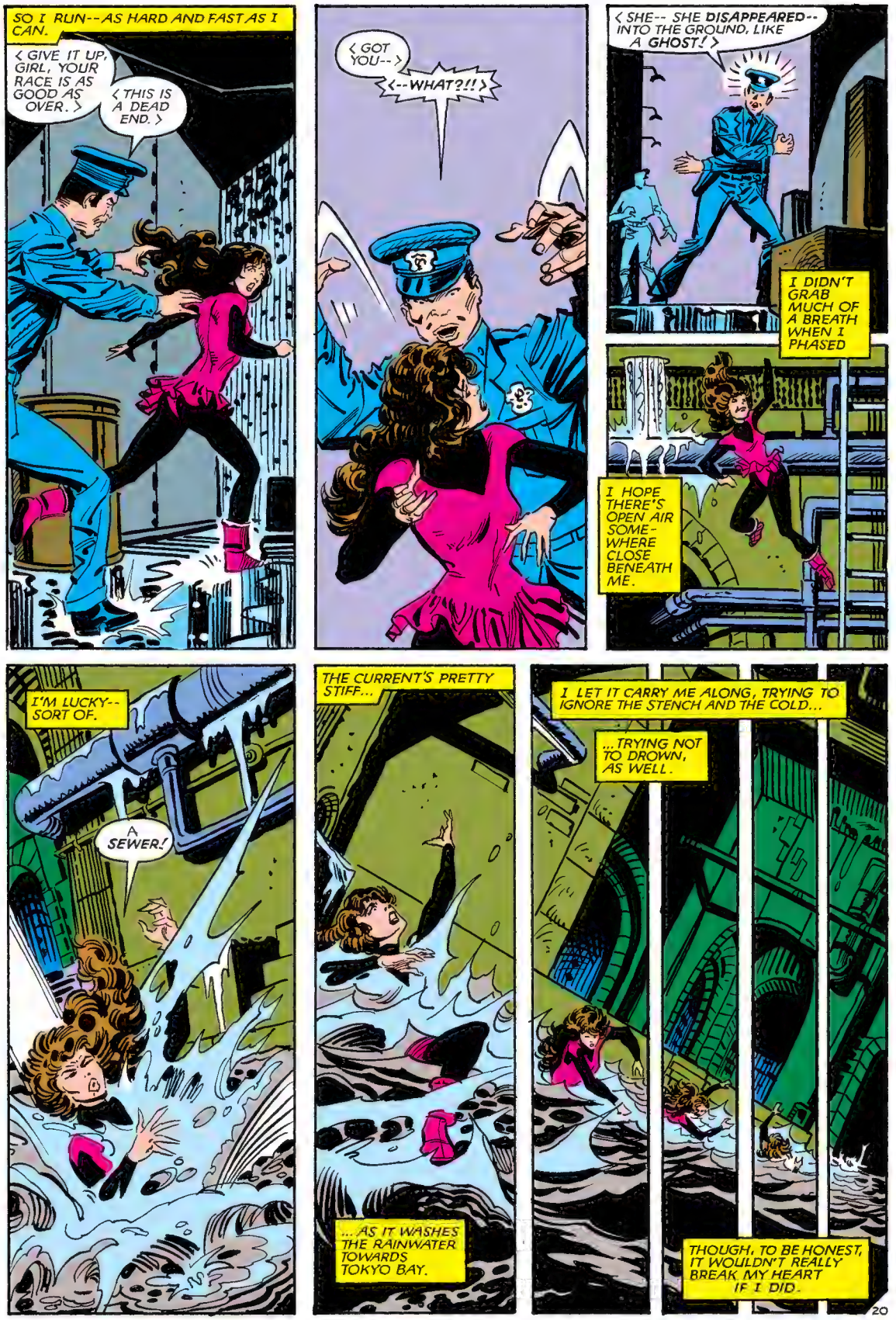

I MADE THAT DECISION IN THE NICK OF TIME.
GOTTA BE CAREFUL, THOUGH. I CAN'T LET THE THUNDER AND LIGHTNING RATTLE MY CONCENTRATION WHILE I'M "AIR-WALKING" OR I'LL FALL!
SAFE AND SOUND-- EASY AS PIE!
BOY, THAT'S SOME STORM! IT REMINDS ME OF THE ONES ORORO WHIPS UP WHEN SHE'S REALLY ANGRY.
I MISS HER.
I WISH SHE WAS HERE FOR ME TO TALK TO, HER OR ILLYANA.
THEY'RE THE BEST FRIENDS I BET I'LL EVER HAVE.
BUT THE WAY I'VE BEEN ACTING LATELY, I SURE DON'T DESERVE THEM.
YAWWWNN!!
JET LAG'S... CATCHING UP WITH ME. I'LL SACK OUT ON THE COUCH FOR A BIT. OH, GEE, WHAT I WOULDN'T GIVE FOR A SHOWER, I FEEL SO GRUNGY!
I ALWAYS GET CONFUSED-- CROSSING THE INTERNATIONAL DATE LINE--
-- IS TODAY... TOMORROW... OR YESTERDAY...

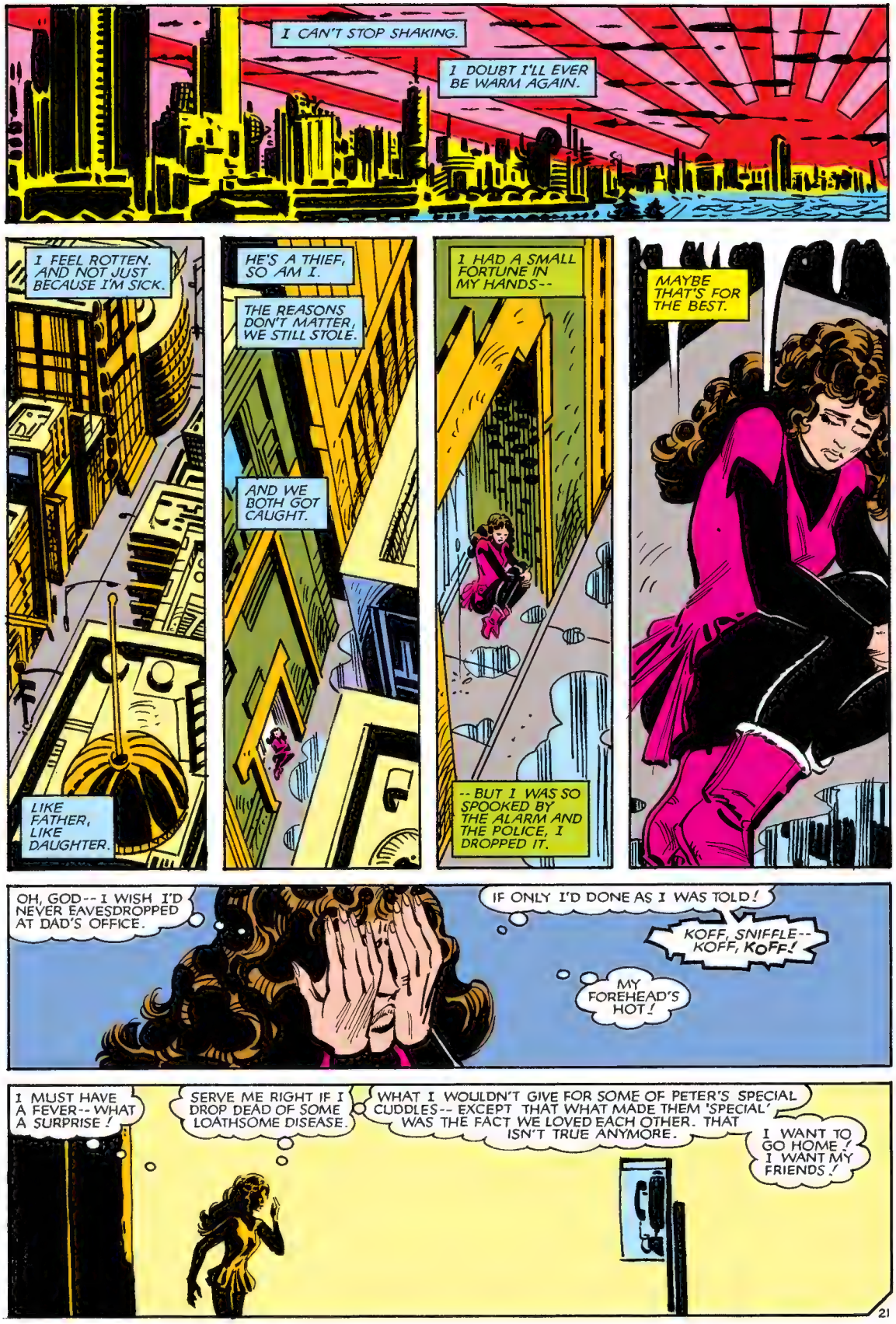
UNFORTUNATELY...
< GUARD! GUARD!! >
WHOZZAT?!
OH, BROTHER--!
WHY'S THAT SILLY WOMAN SCREAMING-- IT'S NOT LIKE I'M A MAD KILLER OR ANYTHING!
RELAX, WILLYA--?!
DUMMY, SHE DOESN'T UNDERSTAND ENGLISH--
--SPEAK JAPANESE!
< PLEASE, LET ME EXPLAIN! I MEAN NO HARM--! >
SECURITY!
HE'S GOING FOR HIS GUN!
BLAM
BLAM
BLAM
BLAM
BLAM

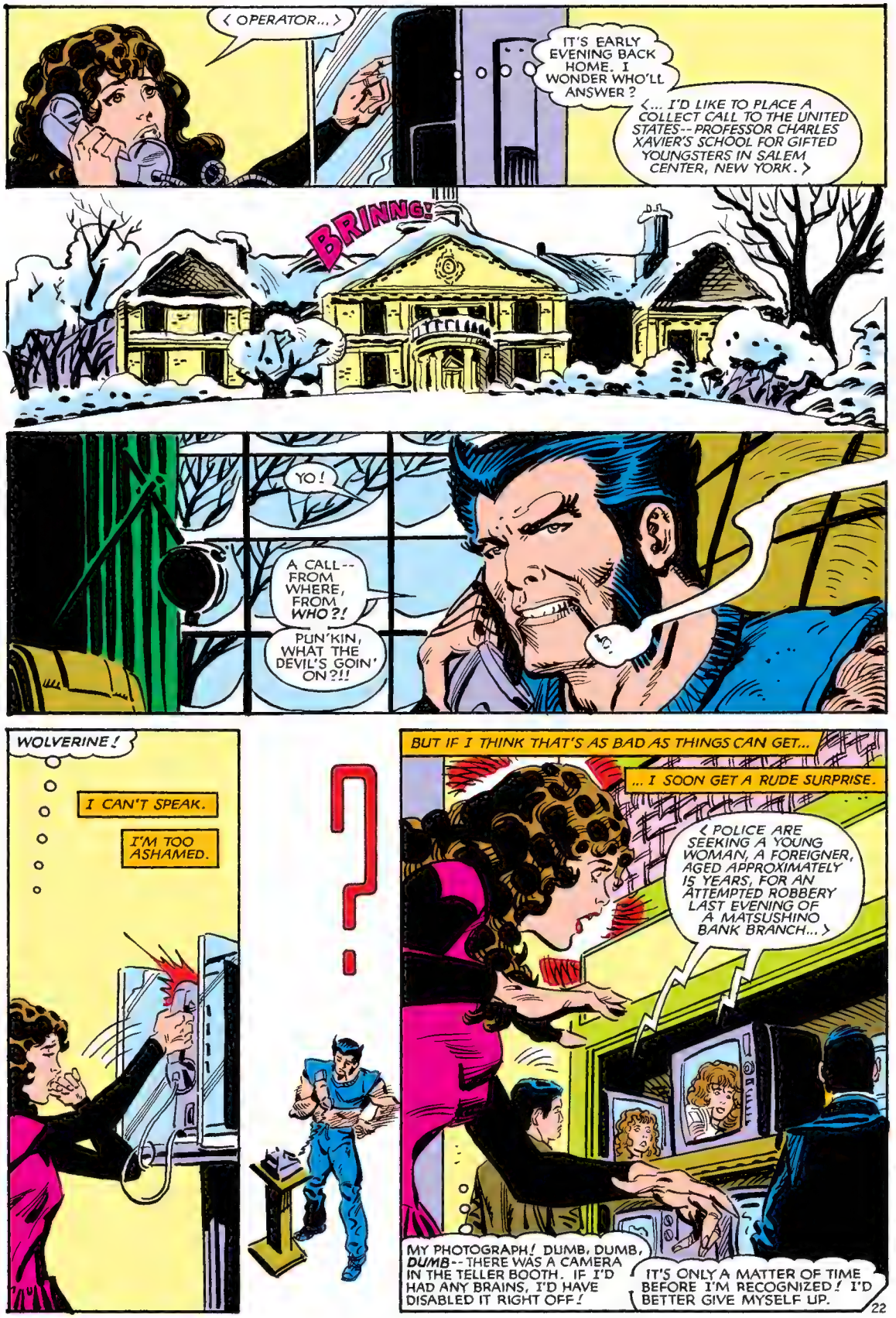

CRASH!
HE WASN'T INTERESTED IN TAKING ME ALIVE-- HE OPENED FIRE THE MOMENT HE SAW ME!
NOBODY'S THAT PARANOID-- NOT EVEN THE C.I.A.--
--THESE PEOPLE MUST BE CROOKS.
< I'M CERTAIN I HIT HER. THE MOMENTUM MUST HAVE THROWN HER THROUGH THE WINDOW. >
< WE'RE 60 STORIES HIGH. >
< IF MY BULLETS DIDN'T DO THE JOB, THE DROP SURELY WILL. >
< GO ON ABOUT YOUR BUSINESS, WOMAN. I'LL ALERT COMMAND. >
MY FAVORITE SKATES-- AND MY HAT-- I LEFT THEM BEHIND!!
THE ALARM'S BEEN SOUNDED. THERE'S NO WAY I CAN GET TO THEM. DARN!
SANKYO
ONCE DAD SEES THE SKATES--OR SOMEONE READS THE NAMETAG INSIDE 'EM--
--THEY'LL KNOW IT WAS ME.
THAT'LL SURE RAISE SOME EYEBROWS. GOONS ARE SWARMING ACROSS THE PLAZA-- PROB'LY LOOKING FOR MY BODY. I BETTER KEEP MOVING, PUT AS MUCH DISTANCE AS POSSIBLE BETWEEN ME AND THEM.
IT'S POURING-- SNIFF-- I'M SOAKED ALREADY!

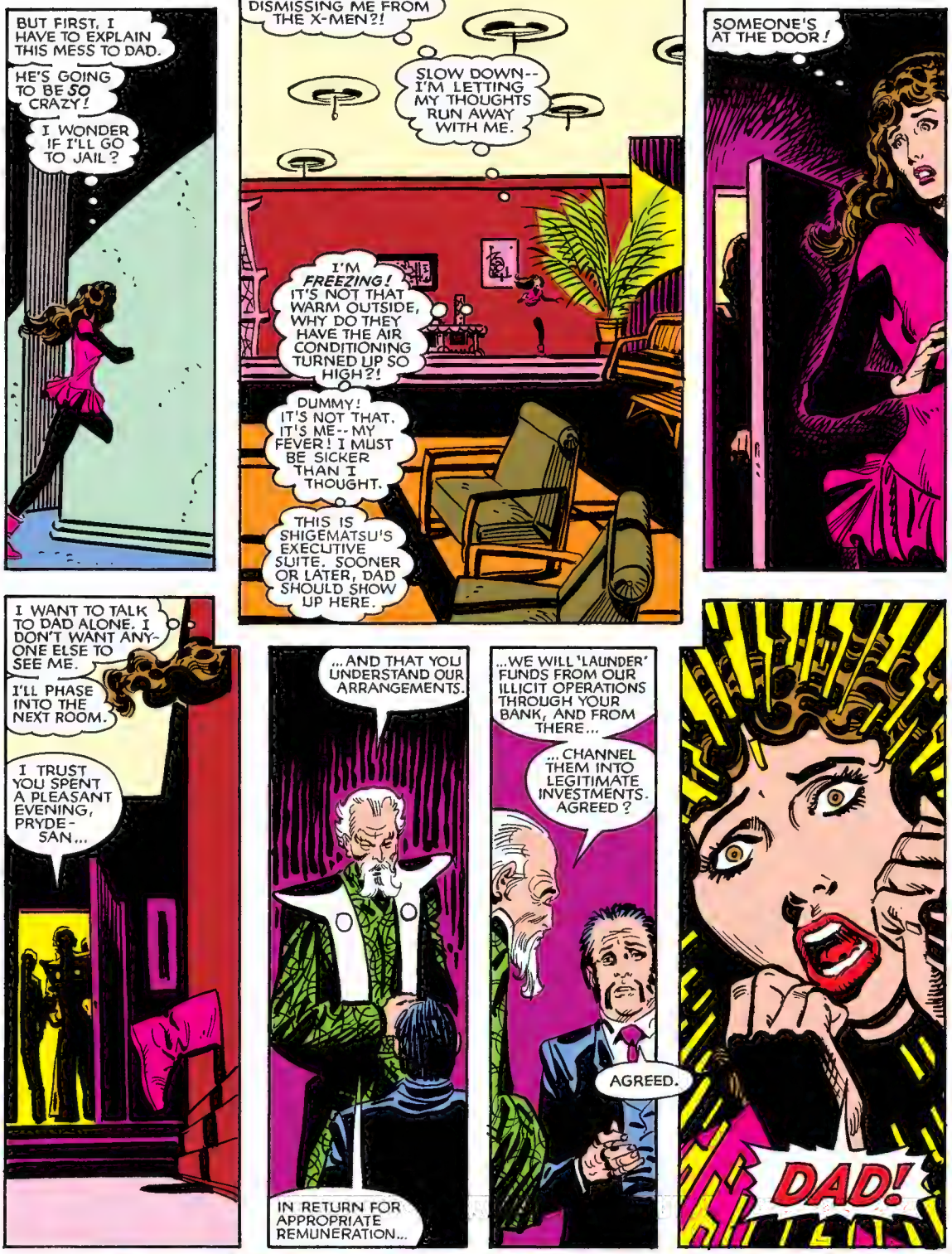

HEY!!
ジャンプ・コ
とみた産婦人科
月間産婦
おもしろ
クンフー拳大募集
SOAKED--
--HAH-CHOO!--
--AN' NOW HALF-DROWNED.
I CAN'T TAKE MUCH MORE OF THIS.
I NEED SOMEWHERE TO STAY, AN' DECENT CLOTHES, AN' A HOT BATH, AN' FOOD--
--AN' THAT TAKES MONEY.
ALL I HAVE TO DO IS REACH INTO THE STORAGE BIN OF THIS COMPU-TELLER. I'LL HAVE ALL THE MONEY I NEED.
BUT THAT'S STEALING!
NO, ONLY BORROWING. I'LL GIVE IT BACK, HONEST!
I WOULDN'T DO THIS-- I WOULDN'T EVEN CONSIDER IT--
--IF I WEREN'T DESPERATE!


JACKPOT!
BBRRIIUU NNG
YYIIII!!
I TRIPPED AN ALARM-- THE POLICE!
HOW'D THEY GET HERE SO FAST?!
< THERE'S THE THIEF! >
< HALT, GIRL! YOU'RE UNDER ARREST! >
< SHE'S TRYING TO ESCAPE! >
SABURO, I'LL GO AFTER HER ON FOOT! YOU TAKE THE CAR, CUT AROUND AHEAD OF HER! >
LIKE AN AMATEUR-- A BABY-- I PANIC.
I CAN'T BEAR THE THOUGHT OF BEING CAUGHT, OF THE PROFESSOR AND THE X-MEN FINDING OUT WHAT I'VE DONE.


SO I RUN--AS HARD AND FAST AS I CAN.
< GIVE IT UP, GIRL, YOUR RACE IS AS GOOD AS OVER. >
< THIS IS A DEAD END. >
< GOT YOU-- >
<--WHAT?!! >
< SHE-- SHE DISAPPEARED-- INTO THE GROUND, LIKE A GHOST! >
I DIDN'T GRAB MUCH OF A BREATH WHEN I PHASED
I HOPE THERE'S OPEN AIR SOME-WHERE CLOSE BENEATH ME.
I'M LUCKY-- SORT OF.
A SEWER!
THE CURRENT'S PRETTY STIFF...
...AS IT WASHES THE RAINWATER TOWARDS TOKYO BAY.
I LET IT CARRY ME ALONG, TRYING TO IGNORE THE STENCH AND THE COLD...
...TRYING NOT TO DROWN, AS WELL.
THOUGH, TO BE HONEST, IT WOULDN'T REALLY BREAK MY HEART IF I DID.

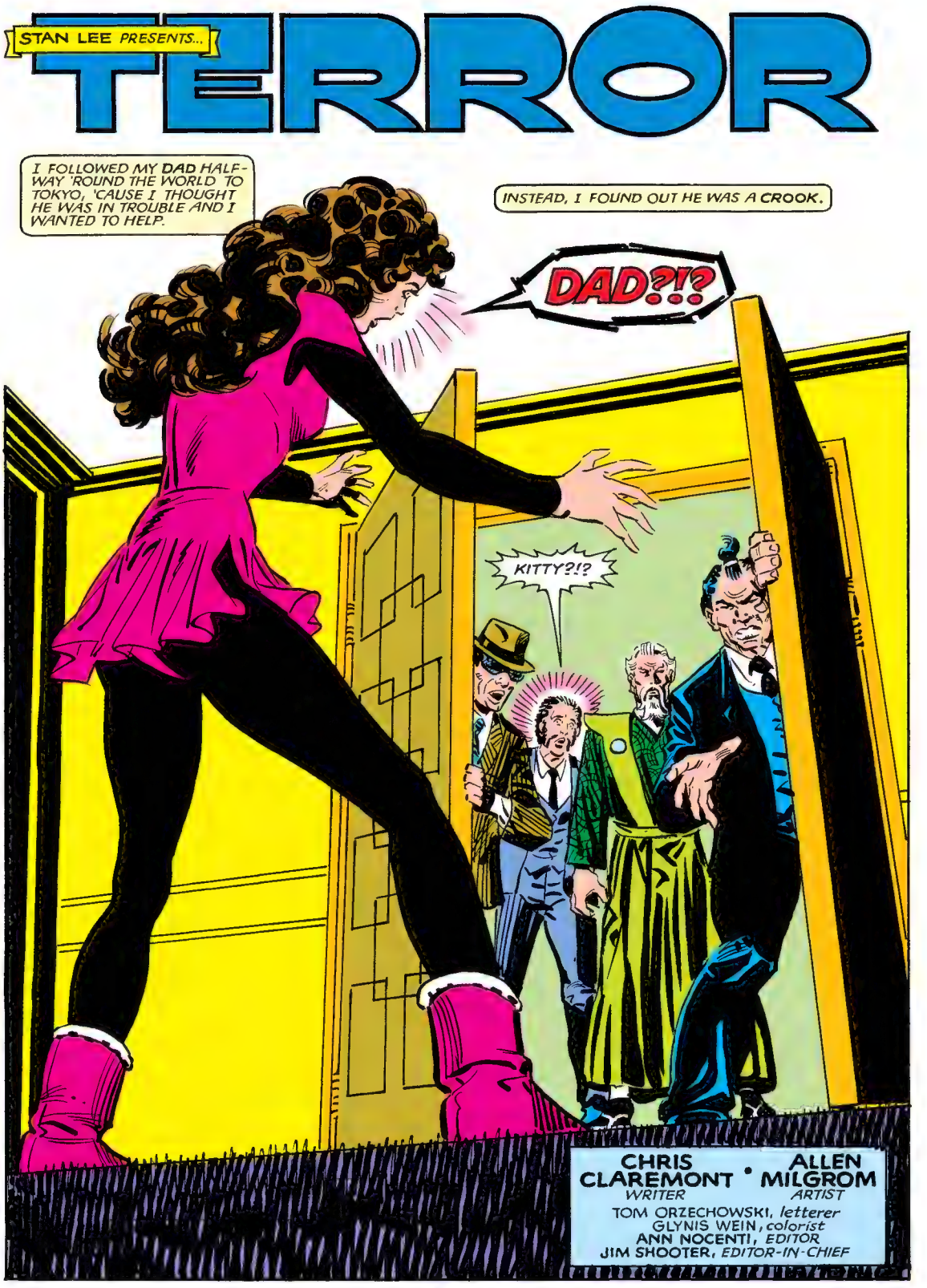

I CAN'T STOP SHAKING.
I DOUBT I'LL EVER BE WARM AGAIN.
I FEEL ROTTEN. AND NOT JUST BECAUSE I'M SICK.
LIKE FATHER, LIKE DAUGHTER.
HE'S A THIEF, SO AM I.
THE REASONS DON'T MATTER, WE STILL STOLE.
AND WE BOTH GOT CAUGHT.
I HAD A SMALL FORTUNE IN MY HANDS--
-- BUT I WAS SO SPOOKED BY THE ALARM AND THE POLICE, I DROPPED IT.
MAYBE THAT'S FOR THE BEST.
OH, GOD-- I WISH I'D NEVER EAVESDROPPED AT DAD'S OFFICE.
IF ONLY I'D DONE AS I WAS TOLD!
KOFF, SNIFFLE-- KOFF, KOFF!
MY FOREHEAD'S HOT!
I MUST HAVE A FEVER-- WHAT A SURPRISE!
SERVE ME RIGHT IF I DROP DEAD OF SOME LOATHSOME DISEASE.
WHAT I WOULDN'T GIVE FOR SOME OF PETER'S SPECIAL CUDDLES-- EXCEPT THAT WHAT MADE THEM 'SPECIAL' WAS THE FACT WE LOVED EACH OTHER. THAT ISN'T TRUE ANYMORE.
I WANT TO GO HOME! I WANT MY FRIENDS!


〈 OPERATOR... 〉
IT'S EARLY EVENING BACK HOME. I WONDER WHO'LL ANSWER?
〈... I'D LIKE TO PLACE A COLLECT CALL TO THE UNITED STATES--PROFESSOR CHARLES XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS IN SALEM CENTER, NEW YORK. 〉
BRRINNG!
YO!
A CALL--FROM WHERE, FROM WHO?!
PUN'KIN, WHAT THE DEVIL'S GOIN' ON?!!
WOLVERINE!
I CAN'T SPEAK.
I'M TOO ASHAMED.
?
BUT IF I THINK THAT'S AS BAD AS THINGS CAN GET...
... I SOON GET A RUDE SURPRISE.
〈 POLICE ARE SEEKING A YOUNG WOMAN, A FOREIGNER, AGED APPROXIMATELY 15 YEARS, FOR AN ATTEMPTED ROBBERY LAST EVENING OF A MATSUSHINO BANK BRANCH... 〉
MY PHOTOGRAPH! DUMB, DUMB, DUMB--THERE WAS A CAMERA IN THE TELLER BOOTH. IF I'D HAD ANY BRAINS, I'D HAVE DISABLED IT RIGHT OFF!
IT'S ONLY A MATTER OF TIME BEFORE I'M RECOGNIZED! I'D BETTER GIVE MYSELF UP.

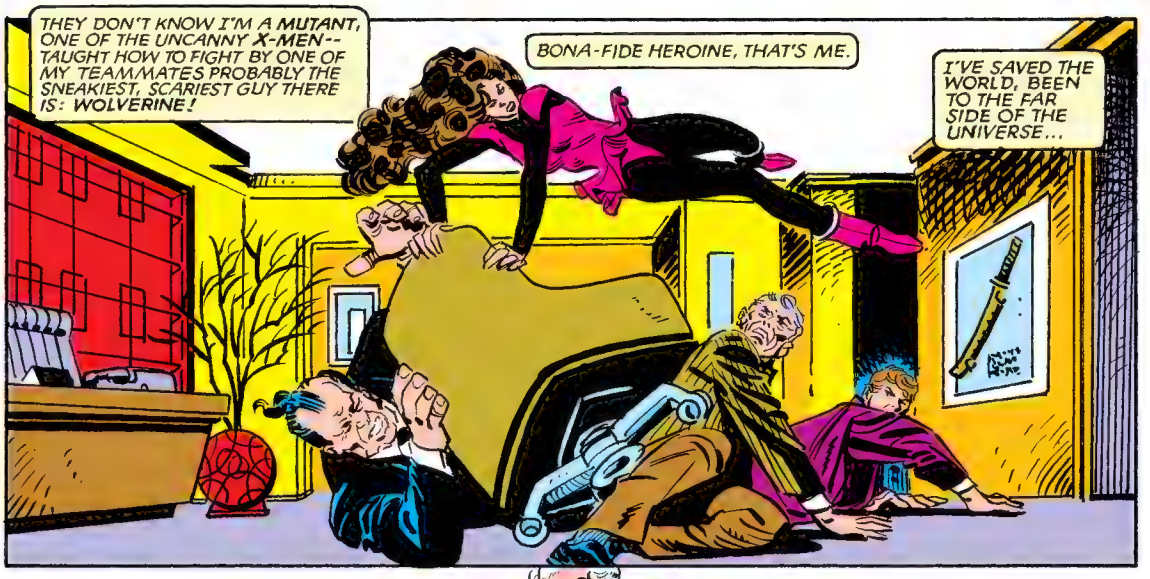

BUT FIRST, I HAVE TO EXPLAIN THIS MESS TO DAD.
HE'S GOING TO BE SO CRAZY!
I WONDER IF I'LL GO TO JAIL?
WOULD PROFESSOR X PUNISH ME, TOO-- BY DISMISSING ME FROM THE X-MEN?!
SLOW DOWN-- I'M LETTING MY THOUGHTS RUN AWAY WITH ME.
I'M FREEZING! IT'S NOT THAT WARM OUTSIDE, WHY DO THEY HAVE THE AIR CONDITIONING TURNED UP SO HIGH?!
DUMMY! IT'S NOT THAT. IT'S ME-- MY FEVER! I MUST BE SICKER THAN I THOUGHT.
THIS IS SHIGEMATSU'S EXECUTIVE SUITE. SOONER OR LATER, DAD SHOULD SHOW UP HERE.
SOMEONE'S AT THE DOOR!
I WANT TO TALK TO DAD ALONE. I DON'T WANT ANY-ONE ELSE TO SEE ME.
I'LL PHASE INTO THE NEXT ROOM.
I TRUST YOU SPENT A PLEASANT EVENING, PRYDE-SAN...
...AND THAT YOU UNDERSTAND OUR ARRANGEMENTS.
IN RETURN FOR APPROPRIATE REMUNERATION...
...WE WILL 'LAUNDER' FUNDS FROM OUR ILLICIT OPERATIONS THROUGH YOUR BANK, AND FROM THERE...
...CHANNEL THEM INTO LEGITIMATE INVESTMENTS. AGREED?
AGREED.
DAD!

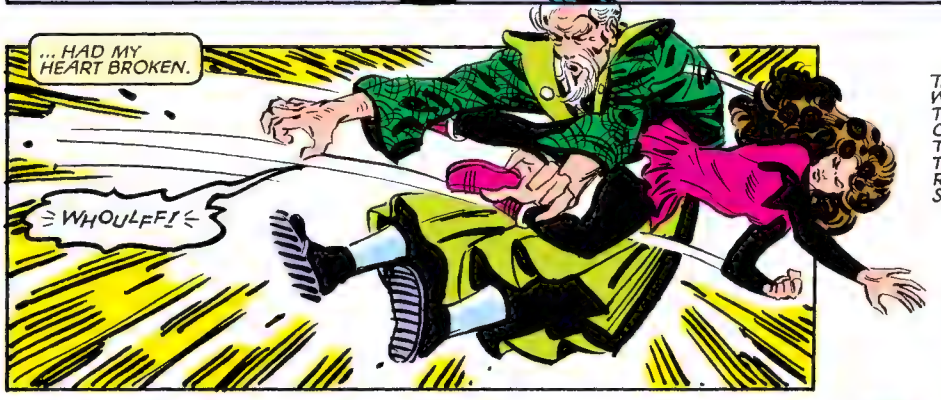
NEXT: TERROR

MARVEL
© 1984 MARVEL COMICS GROUP
TM
75¢
2
DEC
02629
APPROVED BY THE COMICS CODE AUTHORITY
#2 IN A SIX-ISSUE LIMITED SERIES
Kitty Pryde
AND
WOLVERINE
MILGROM


STAN LEE PRESENTS...
TERROR
I FOLLOWED MY DAD HALF-WAY 'ROUND THE WORLD TO TOKYO, 'CAUSE I THOUGHT HE WAS IN TROUBLE AND I WANTED TO HELP.
INSTEAD, I FOUND OUT HE WAS A CROOK.
DAD?!?
KITTY?!?
CHRIS CLAREMONT WRITER
ALLEN MILGROM ARTIST
TOM ORZECHOWSKI, letterer
GLYNIS WEIN, colorist
ANN NOCENTI, EDITOR
JIM SHOOTER, EDITOR-IN-CHIEF

WHO IS THIS *GAIJIN* CHILD?! HOW DID SHE GAIN ACCESS TO THIS BUILDING, MUCH LESS MY PRIVATE OFFICE?!
MR. SHIGEMATSU, SIR, SHE'S MY DAUGHTER, *KATHERINE!*
I DISLIKE SKULKERS AND SPIES, PRYDE--HARDLY AN AUSPICIOUS BEGINNING TO OUR RELATIONSHIP. I WOULD KNOW WHAT SHE HAS HEARD AND LEARNED OF MY ACTIVITIES.
SEIZE HER!
NO!
SHE'S DONE NOTHING, LEAVE HER ALONE!
POOR POP, DID HE REALLY THINK THEY'D LISTEN?
I FEEL WORSE THAN I LOOK--WHICH MUST BE AWFUL--NO FOOD, A NIGHT IN A SEWER AN' A RIP-ROARING CASE OF FLU'LL DO THAT TO YOU.
BUT I'M STILL MORE'N A MATCH FOR ANY BUNCH OF BIG-BELLY GOONS.
THEY THINK I'M JUST A KID.


THEY DON'T KNOW I'M A MUTANT, ONE OF THE UNCANNY X-MEN-- TAUGHT HOW TO FIGHT BY ONE OF MY TEAMMATES PROBABLY THE SNEAKIEST, SCARIEST GUY THERE IS: WOLVERINE!
BONA-FIDE HEROINE, THAT'S ME.
I'VE SAVED THE WORLD, BEEN TO THE FAR SIDE OF THE UNIVERSE...



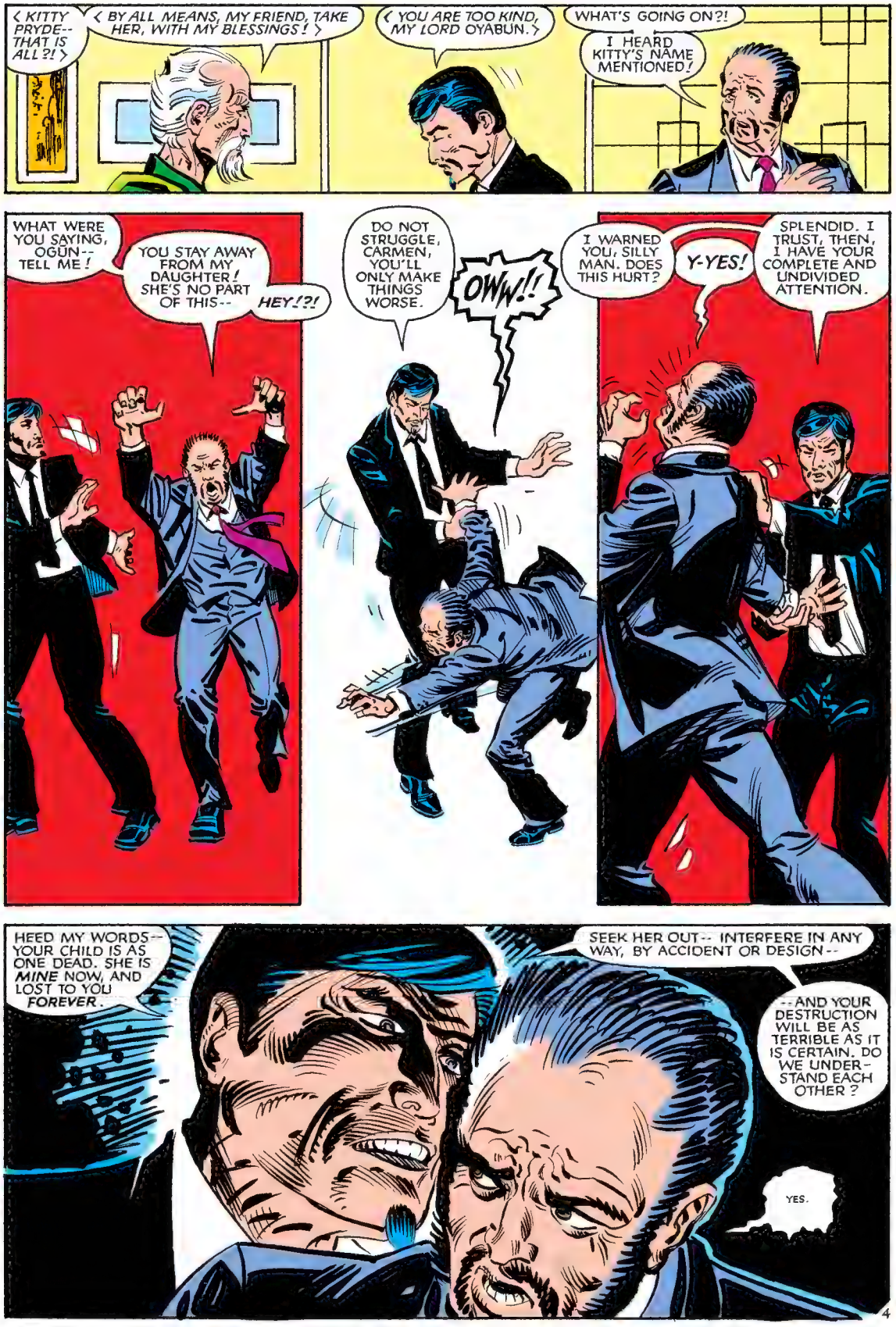
THIS SCRAP'S A WELCOME OPPORTUNITY TO BURN OFF SOME ANGER-- TO TELL THE TRUTH, THOUGH, I DIDN'T REALIZE I HAD SO MUCH IN ME.

DECKING SHIGEMATSU GIVES ME A CLEAR RUN FOR THE DOOR. I TAKE IT, WITHOUT A WORD TO MY DAD, OR EVEN A LOOK.
KITTY-- WAIT!
LET ME EXPLAIN!

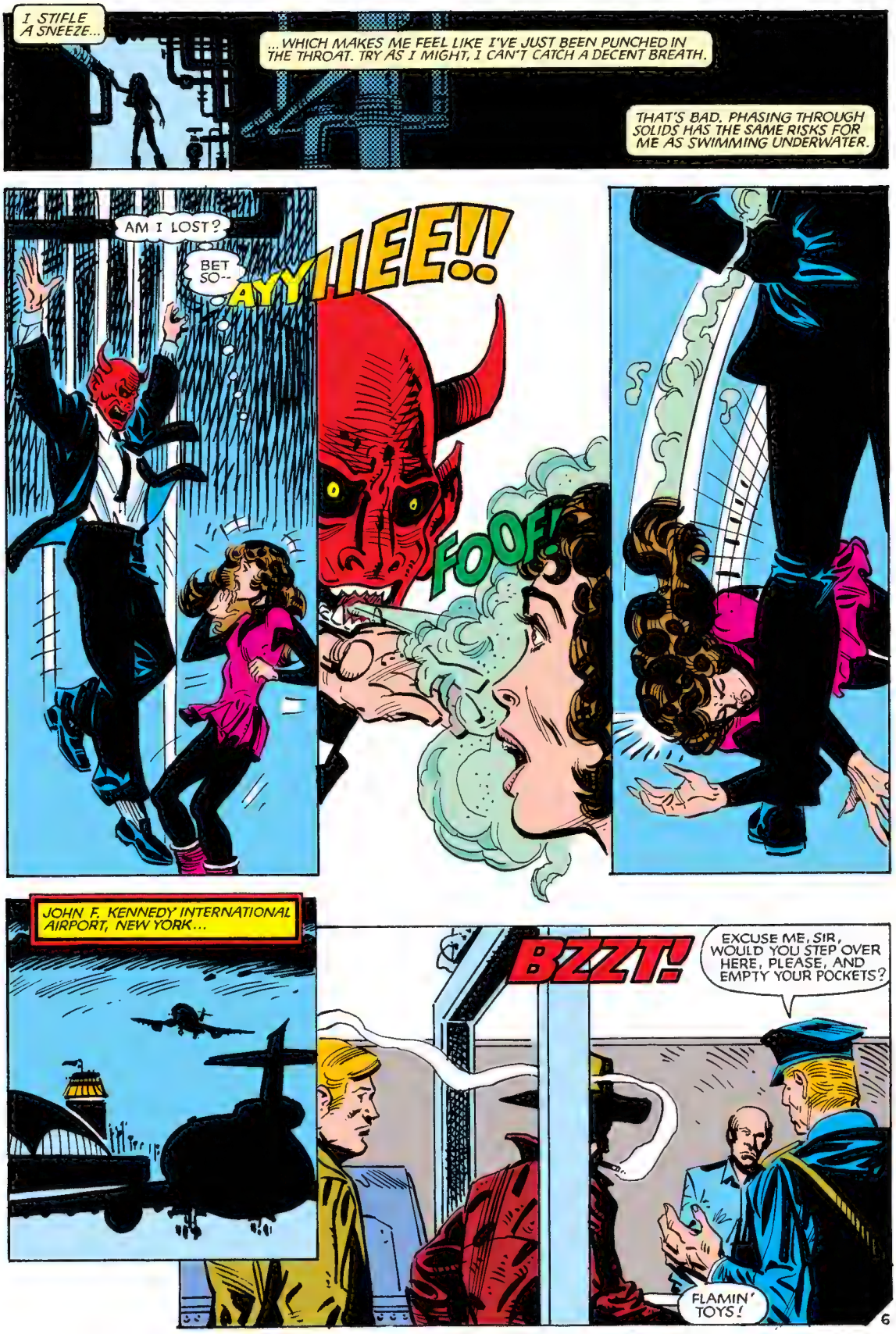
WHAT'LL YOU SAY--THAT YOU HAD NOBLE REASONS FOR WHAT YOU DID? I DON'T WANT TO HEAR 'EM!
〈 OGŪN! WHY DIDN'T YOU STOP HER?! 〉*
〈 I AM NOT OF YOUR BODYGUARD, SHIGEMATSU- SAN. DO NOT MAKE THE MISTAKE OF ADDRESSING ME AS SUCH. 〉

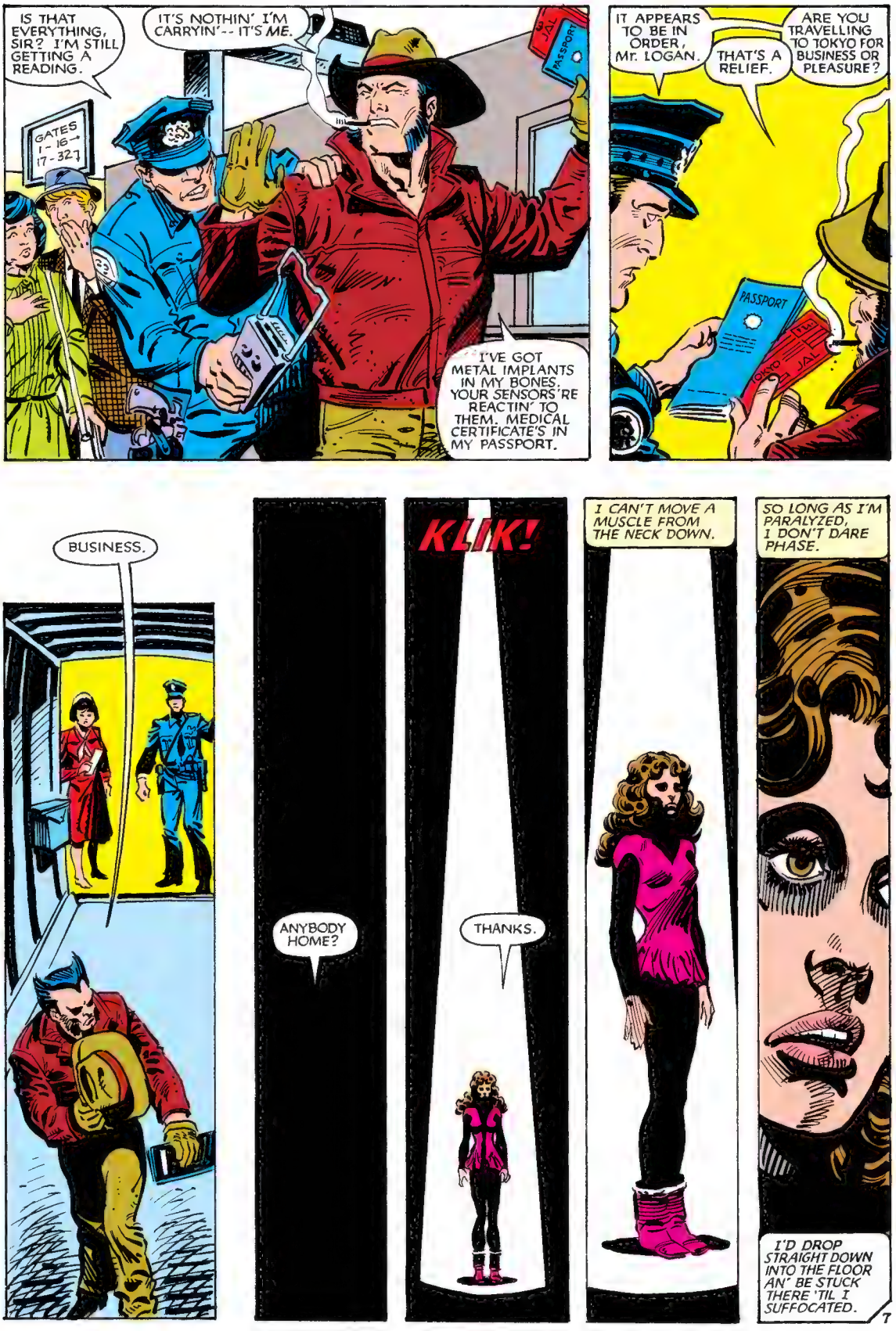
*TRANSLATED FROM THE JAPANESE --ANN.

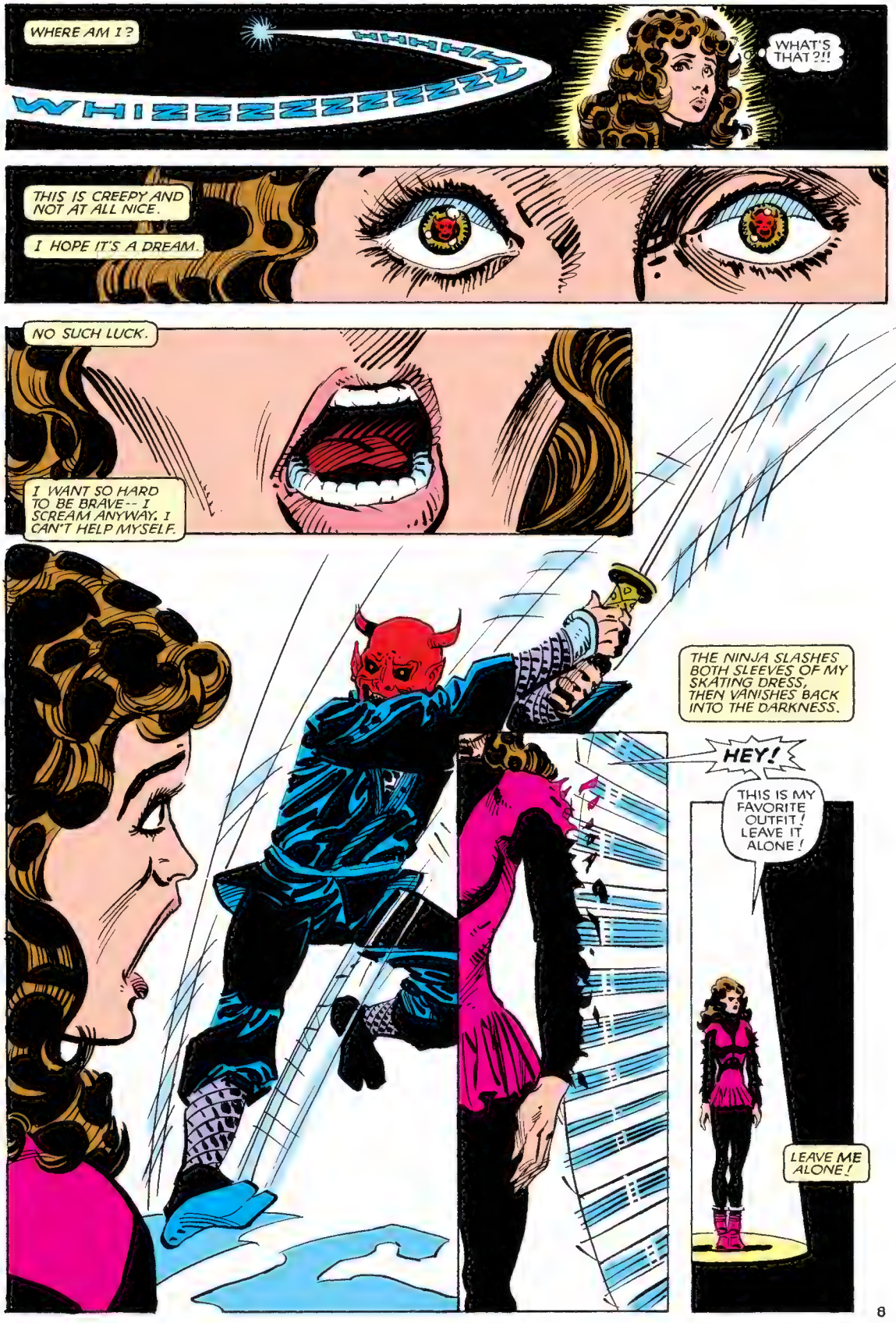
〈 MY... APOLOGIES, OGŪN-SAMA. BUT THE GIRL MUST BE FOUND. 〉
〈 I WILL DEAL WITH HER. IN FACT, YOU MAY CONSIDER HER LIFE FULL PAYMENT FOR THE SERVICE I HAVE RENDERED YOU. 〉

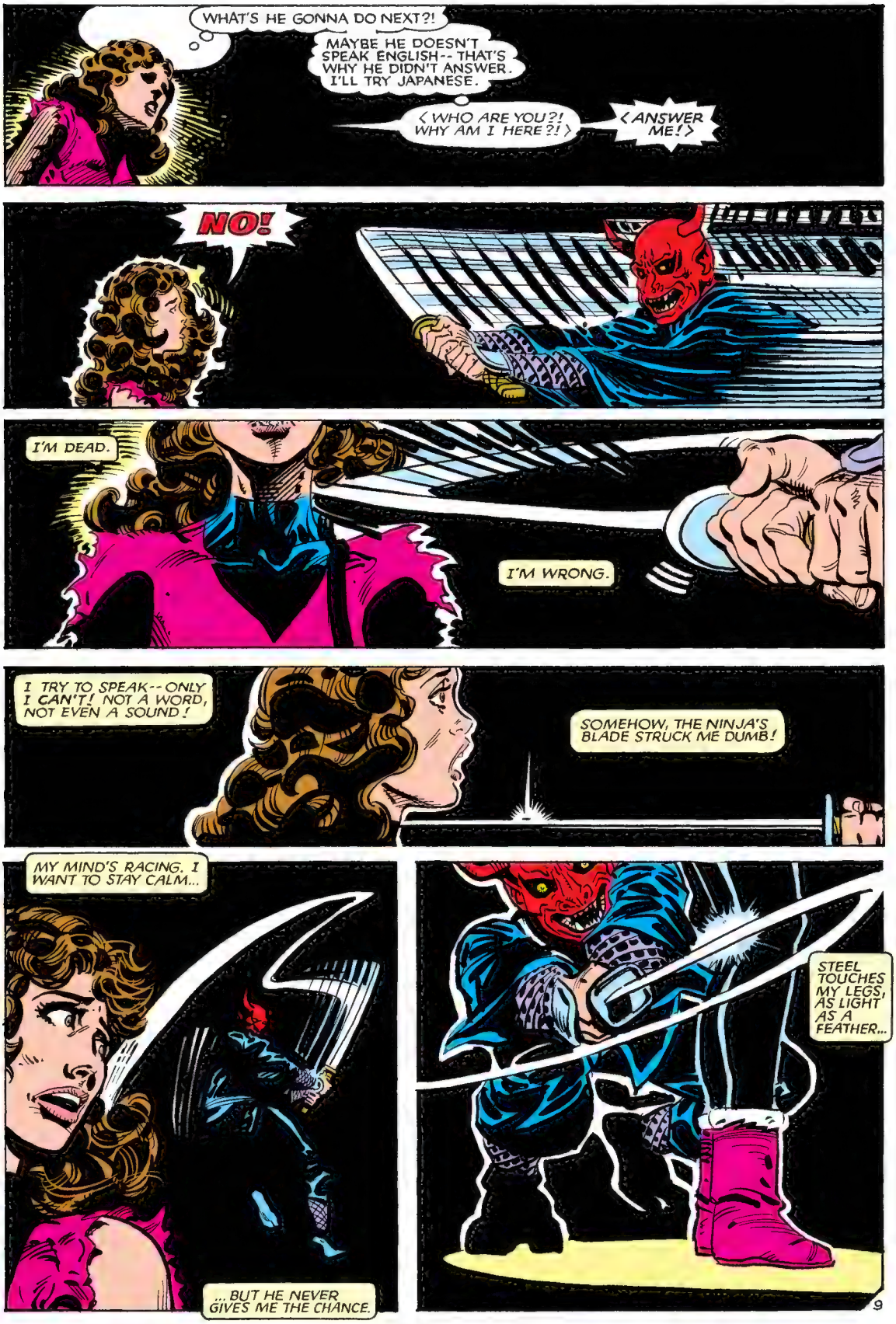

〈 KITTY PRYDE-- THAT IS ALL ?! 〉
〈 BY ALL MEANS, MY FRIEND, TAKE HER, WITH MY BLESSINGS ! 〉
〈 YOU ARE TOO KIND, MY LORD OYABUN. 〉
WHAT'S GOING ON?!
I HEARD KITTY'S NAME MENTIONED!
WHAT WERE YOU SAYING, OGUN-- TELL ME !
YOU STAY AWAY FROM MY DAUGHTER ! SHE'S NO PART OF THIS--
HEY!?!
DO NOT STRUGGLE, CARMEN, YOU'LL ONLY MAKE THINGS WORSE.
OWW!!
I WARNED YOU, SILLY MAN. DOES THIS HURT?
Y-YES!
SPLENDID. I TRUST, THEN, I HAVE YOUR COMPLETE AND UNDIVIDED ATTENTION.
HEED MY WORDS-- YOUR CHILD IS AS ONE DEAD. SHE IS MINE NOW, AND LOST TO YOU FOREVER.
SEEK HER OUT-- INTERFERE IN ANY WAY, BY ACCIDENT OR DESIGN--
--AND YOUR DESTRUCTION WILL BE AS TERRIBLE AS IT IS CERTAIN. DO WE UNDER-STAND EACH OTHER ?
YES.

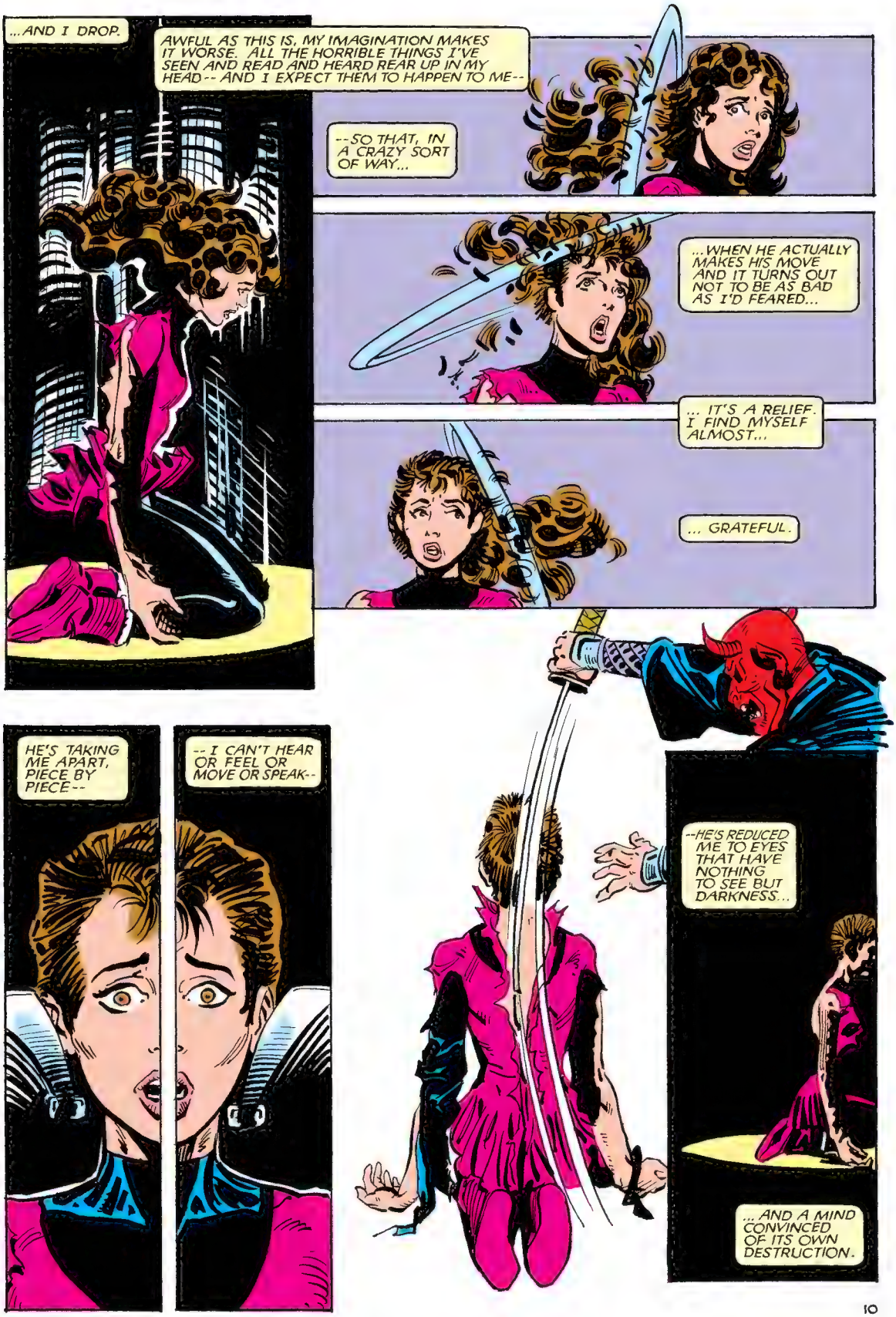
I LEARNED THE HARD WAY NOT TO PUSH MY LUCK.
SO I MAKE TRACKS, PHASING DOWN THROUGH THE SKYSCRAPER AS FAST AS I CAN, NOT BOTHERING TO HIDE MYSELF AS I GO. I BET THERE'LL BE SOME CRAZY STORIES TOLD OVER TO-NIGHT'S DINNER.
WISH I WAS IN A MOOD TO ENJOY 'EM MYSELF.
I WISH I'D NEVER COME TO THIS DUMB CITY.
EVERYTHING'S CHANGING-- SO MUCH, TOO FAST-- IT'S LIKE MY WHOLE WORLD ALL OF A SUDDEN DECIDED TO BLOW ITSELF TO BITS. I ALWAYS BELIEVED MY DAD WAS THE MOST HONEST AN' HONORABLE MAN I KNEW.
BUT THEN, I THOUGHT PETER RASPUTIN LOVED ME-- 'TIL HE CALLED IT QUITS. HE'D MET SOMEONE HE LOVED MORE.
LOBBY'S CRAWLING WITH GUARDS.
I'LL CREATE TOO MUCH FUSS IF I USE THESE ENTRANCES. I'D BETTER FIND ANOTHER WAY.
I SAW THAT CREEP OGUN UPSTAIRS.
HE'S DANGEROUS-- HE REMINDS ME OF WOLVIE-- I BET HE'S THE ONE THEY SENT AFTER ME.
I NEED A PLACE TO HIDE-- NO ONE ELSE TO TURN TO BUT WOLVIE'S LOVE, LADY MARIKO.
GREAT PLAN. ALL I HAVE TO DO IS REACH HER.
TROUBLE IS, I'M HAVING A HARD TIME JUST STAYING ON MY FEET!


I STIFLE A SNEEZE...
...WHICH MAKES ME FEEL LIKE I'VE JUST BEEN PUNCHED IN THE THROAT. TRY AS I MIGHT, I CAN'T CATCH A DECENT BREATH.
THAT'S BAD. PHASING THROUGH SOLIDS HAS THE SAME RISKS FOR ME AS SWIMMING UNDERWATER.
AM I LOST?
BET SO--
AYYIEE!!
FOOF!
JOHN F. KENNEDY INTERNATIONAL AIRPORT, NEW YORK...
BZZT!
EXCUSE ME, SIR, WOULD YOU STEP OVER HERE, PLEASE, AND EMPTY YOUR POCKETS?
FLAMIN' TOYS!


IS THAT EVERYTHING, SIR? I'M STILL GETTING A READING.
IT'S NOTHIN' I'M CARRYIN'-- IT'S ME.
GATES 1 - 16 → 17 - 32
JAL
PASSPORT
I'VE GOT METAL IMPLANTS IN MY BONES. YOUR SENSORS'RE REACTIN' TO THEM. MEDICAL CERTIFICATE'S IN MY PASSPORT.
IT APPEARS TO BE IN ORDER, Mr. LOGAN.
THAT'S A RELIEF.
ARE YOU TRAVELLING TO TOKYO FOR BUSINESS OR PLEASURE?
PASSPORT
JAL
TOKYO
BUSINESS.
ANYBODY HOME?
KLIK!
THANKS.
I CAN'T MOVE A MUSCLE FROM THE NECK DOWN.
SO LONG AS I'M PARALYZED, I DON'T DARE PHASE.
I'D DROP STRAIGHT DOWN INTO THE FLOOR AN' BE STUCK THERE 'TIL I SUFFOCATED.


WHERE AM I?
WHIZZZZZZZZZZ
WHAT'S THAT?!!
THIS IS CREEPY AND NOT AT ALL NICE.
I HOPE IT'S A DREAM.
NO SUCH LUCK.
I WANT SO HARD TO BE BRAVE-- I SCREAM ANYWAY. I CAN'T HELP MYSELF.
THE NINJA SLASHES BOTH SLEEVES OF MY SKATING DRESS, THEN VANISHES BACK INTO THE DARKNESS.
HEY!
THIS IS MY FAVORITE OUTFIT! LEAVE IT ALONE!
LEAVE ME ALONE!


WHAT'S HE GONNA DO NEXT?!
MAYBE HE DOESN'T SPEAK ENGLISH-- THAT'S WHY HE DIDN'T ANSWER. I'LL TRY JAPANESE.
< WHO ARE YOU?! WHY AM I HERE?! >
< ANSWER ME! >
NO!
I'M DEAD.
I'M WRONG.
I TRY TO SPEAK-- ONLY I CAN'T! NOT A WORD, NOT EVEN A SOUND!
SOMEHOW, THE NINJA'S BLADE STRUCK ME DUMB!
MY MIND'S RACING. I WANT TO STAY CALM...
... BUT HE NEVER GIVES ME THE CHANCE.
STEEL TOUCHES MY LEGS, AS LIGHT AS A FEATHER...

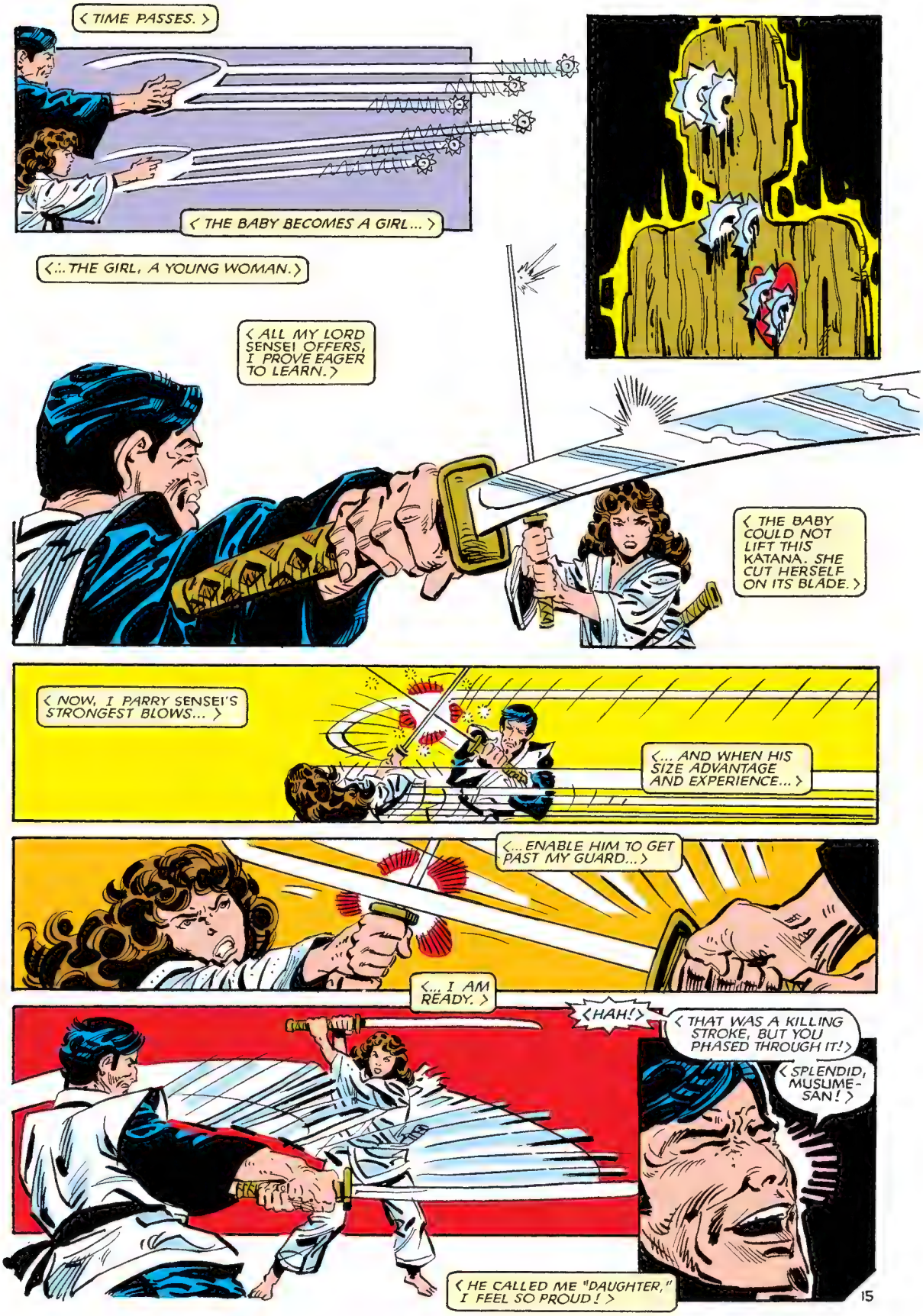

...AND I DROP.
AWFUL AS THIS IS, MY IMAGINATION MAKES IT WORSE. ALL THE HORRIBLE THINGS I'VE SEEN AND READ AND HEARD REAR UP IN MY HEAD-- AND I EXPECT THEM TO HAPPEN TO ME--
--SO THAT, IN A CRAZY SORT OF WAY...
...WHEN HE ACTUALLY MAKES HIS MOVE AND IT TURNS OUT NOT TO BE AS BAD AS I'D FEARED...
... IT'S A RELIEF. I FIND MYSELF ALMOST...
... GRATEFUL.
HE'S TAKING ME APART, PIECE BY PIECE--
-- I CAN'T HEAR OR FEEL OR MOVE OR SPEAK--
--HE'S REDUCED ME TO EYES THAT HAVE NOTHING TO SEE BUT DARKNESS...
... AND A MIND CONVINCED OF ITS OWN DESTRUCTION.

DAD!
MOTHER!!
HE WON'T KNOW, NO ONE'LL EVER KNOW, I'LL BE STRONG, I WON'T LET HIM SEE HOW SCARED...
... WILL IT HURT? THIS CAN'T BE HAPPENING, IT ISN'T FAIR, I DON'T WANT TO DIE -- PROFESSOR XAVIER, SAVE ME!!
KIIAAI!
HE DOESN'T.
I SHOULD BE DEAD -- PERHAPS, IN A SENSE, I AM. I DON'T KNOW HOW LONG I LIE HERE. TIME LOSES ANY MEANING.
ALL I CAN SEE -- THE ONLY THING I'M AWARE OF -- IS THE LIGHT. I CAN'T CLOSE MY EYES OR LOOK AWAY.
IT BECOMES THE CORE OF MY UNIVERSE...
...THE FOCUS OF MY EXISTENCE.
UNTIL HE TAKES ITS PLACE...

...TO CAST ME DOWN...
...DOWN...
...DOWN...
AND SUDDENLY, IMPOSSIBLY, MY WORLD IS BRAND NEW AGAIN.
COLD, BADHARD UNDER, BRIGHT ABOVE-- PRETTY--
-- LONELYFEAR, EMPTYHURT INSIDE--
WAAHHH!
〈SO, WE BEGIN.〉
〈MATCH ME, LITTLE ONE.
〈HEED MY WORDS-- AND I WILL FILL THE VOID WITHIN YOUR BODY, YOUR MIND, YOUR SOUL.〉
〈I WANT TO PLEASE SENSEI.〉
〈BUT I AM TOO SMALL.〉
OHWW!
〈AGAIN, CHILD.〉
〈... AND...〉
〈AGAIN.〉
〈... AND...〉
〈AGAIN.〉

〈 THE SHURIKEN. 〉
THUNK
THUNK
THUNK
〈 I AM ASHAMED. 〉
〈 NO MATTER WHAT I DO, IT IS NOT GOOD ENOUGH. 〉
KTUNK
BONK
〈 BUT I GET BETTER. 〉
CHOK

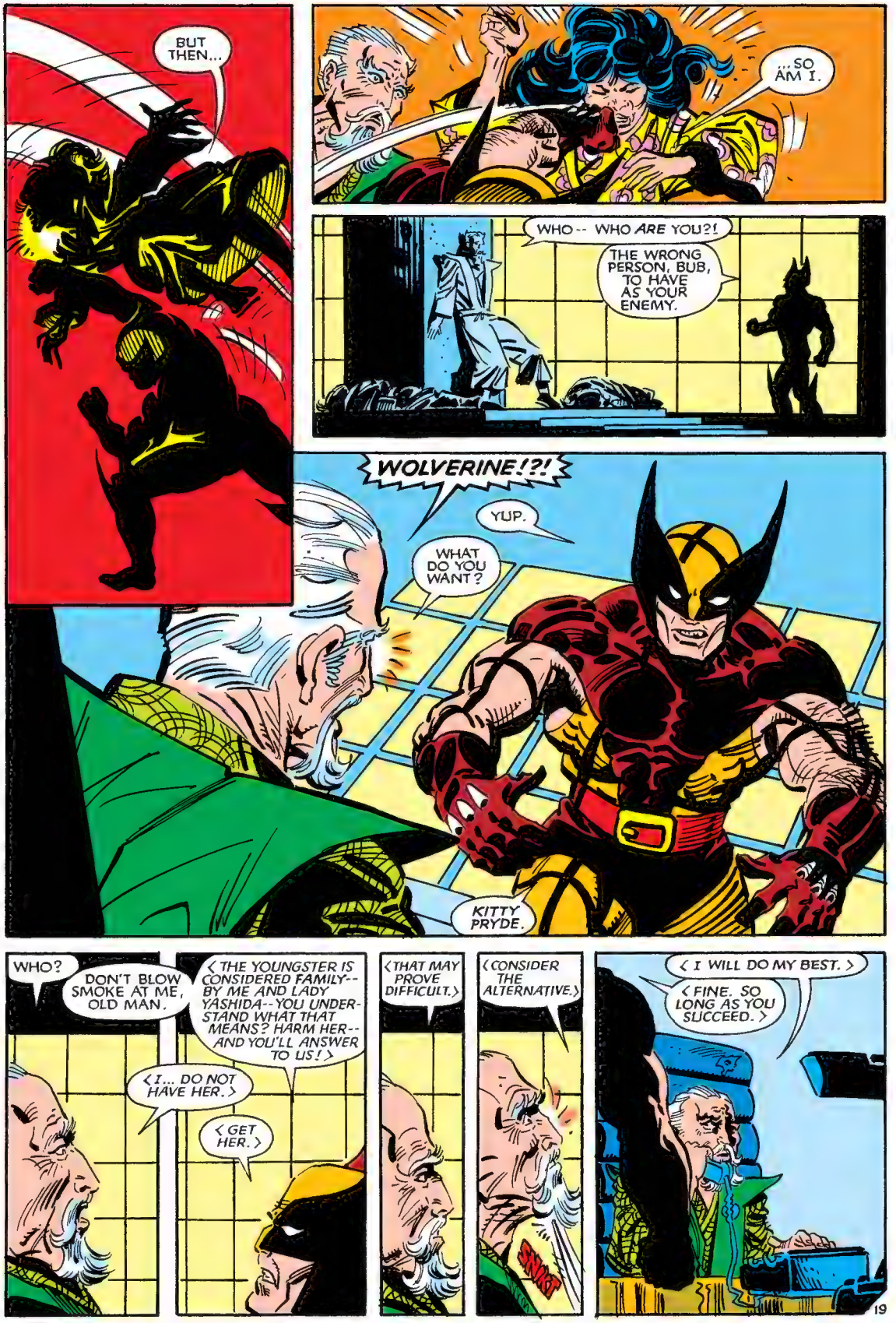
〈 BO STAFF. 〉
WHIIRRRRR
WHIIRRRRR
〈 SAI. 〉
〈 "TIGER CLAWS." 〉
〈 I AM MAGIC, LIKE MY REVERED SENSEI. 〉
〈 I CAN WALK ON AIR... 〉
〈... SILENT AS A SUMMER BREEZE. 〉
〈 AS ALWAYS, HE SENSES MY APPROACH.
〈 WHAT-- ?! NOT THERE?!! 〉
〈 BUT THIS TIME, I FOOL HIM! 〉
〈 HE FORGETS, I CAN MOVE AS EASILY THROUGH THE FLOOR! 〉
〈 BUT FAST AS I AM... 〉
〈... MY LORD IS FASTER. 〉
〈 I HAD TO BECOME SOLID TO ATTACK HIM. 〉
〈 THAT PROVES MY UNDOING. 〉

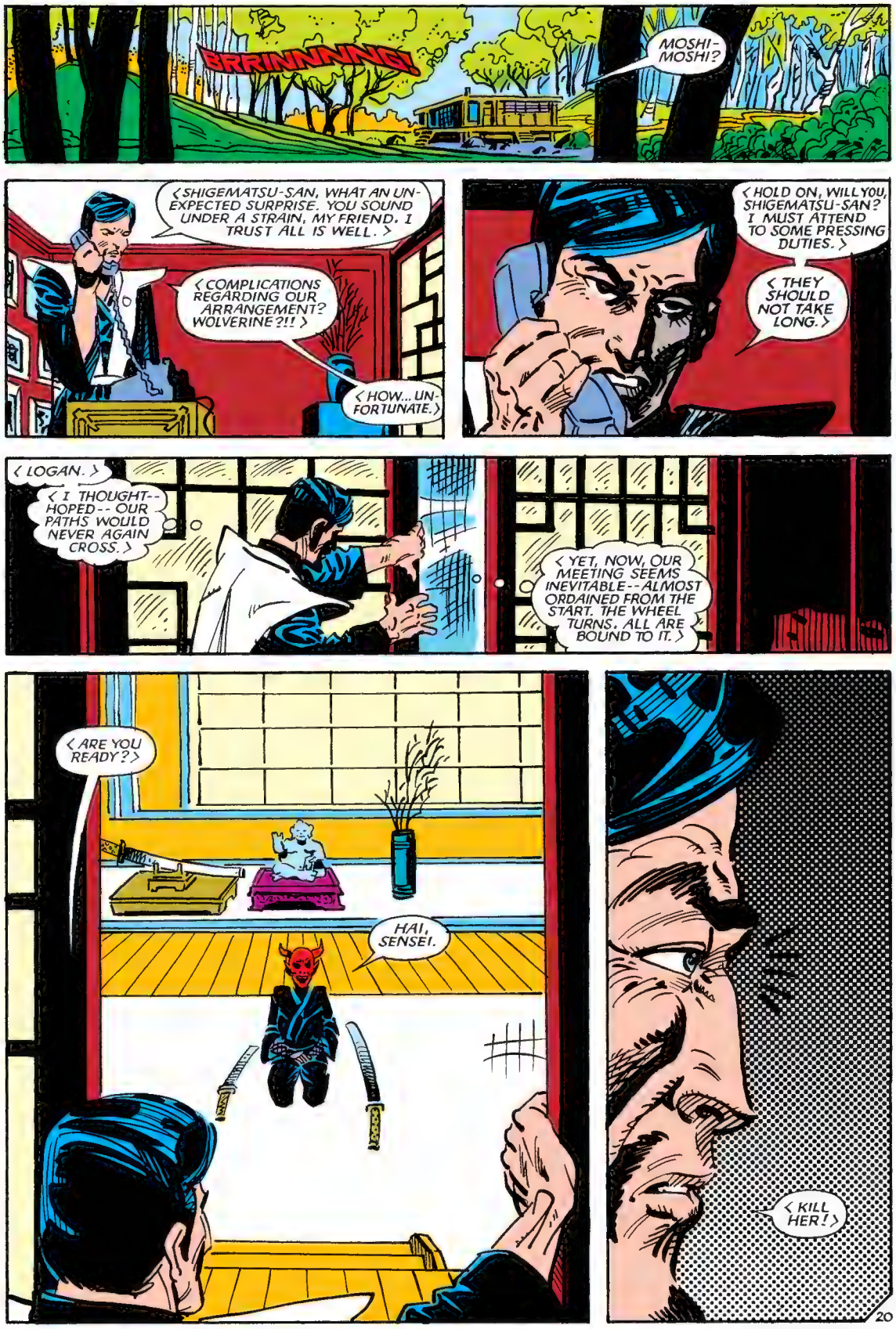

< TIME PASSES. >
< THE BABY BECOMES A GIRL... >
<... THE GIRL, A YOUNG WOMAN.>
< ALL MY LORD SENSEI OFFERS, I PROVE EAGER TO LEARN.>
< THE BABY COULD NOT LIFT THIS KATANA. SHE CUT HERSELF ON ITS BLADE. >
< NOW, I PARRY SENSEI'S STRONGEST BLOWS... >
<... AND WHEN HIS SIZE ADVANTAGE AND EXPERIENCE... >
<... ENABLE HIM TO GET PAST MY GUARD...>
<... I AM READY. >
<HAH!>
< THAT WAS A KILLING STROKE, BUT YOU PHASED THROUGH IT!>
< SPLENDID, MUSUME-SAN! >
< HE CALLED ME "DAUGHTER," I FEEL SO PROUD! >

< MATCH ME, KITTY-SAN-- FOR THE FINAL TIME! >
< I AM MY MASTER'S SHADOW, MOVING AS HE DOES, IN PERFECT SYNC-- THE TWO OF US ACTING AS ONE. >
< EACH MOMENT, EACH MOVE-MENT BRINGS US CLOSER-->
<-- FORMS, THOUGHTS, REALITIES FLOWING TOGETHER UNTIL, AT LAST... >
<... THERE IS NO MORE "US." >
< ONLY "I." >
< ALONE. >

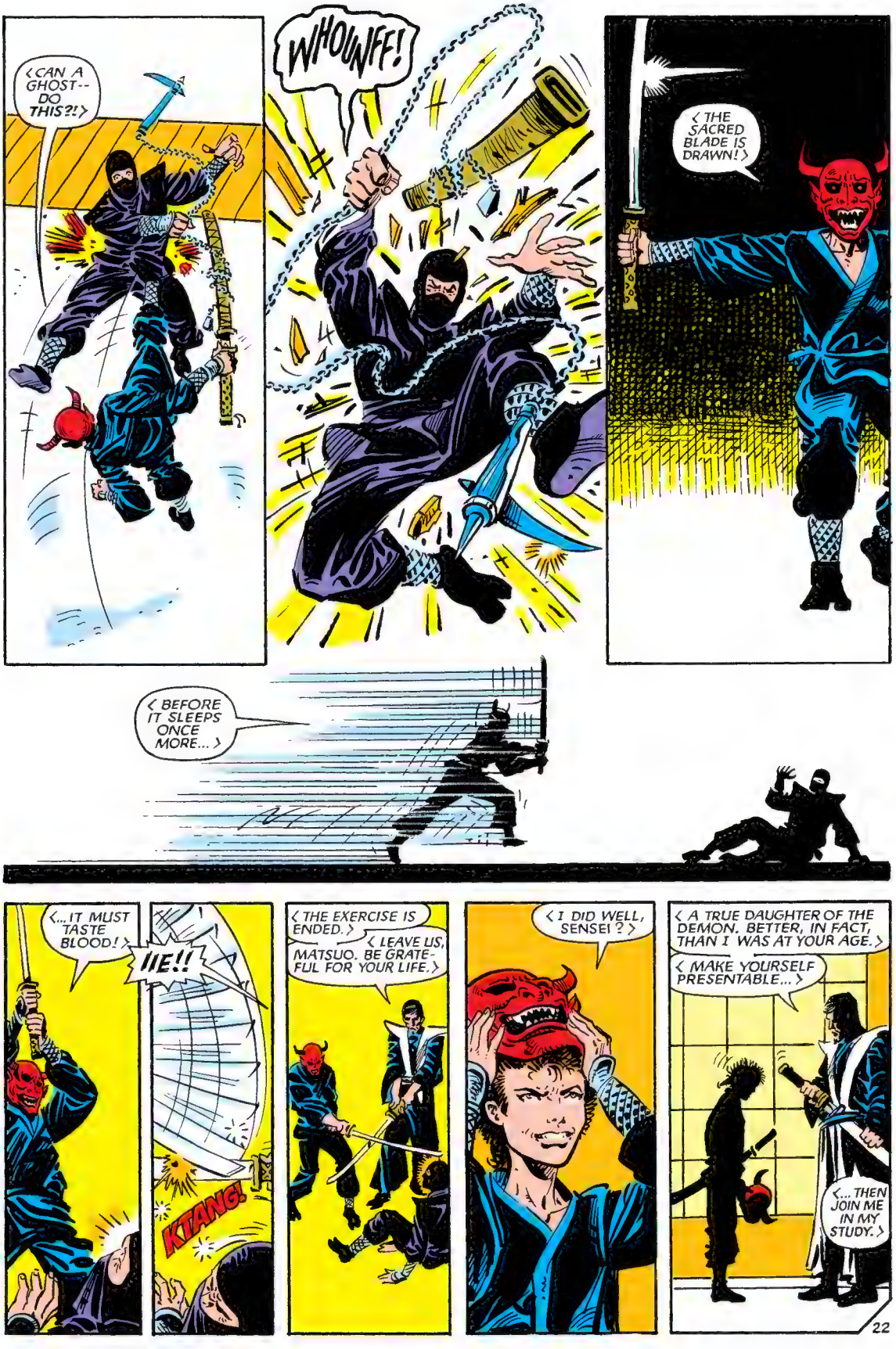
TOKYO.
〈HIDEO, THE LIGHTS PLEASE.〉
〈SHIGEMATSU-SAN, THEY DON'T WORK!〉
〈COVER THE ROOM, HIDEO, JUST IN CASE IT'S TROUBLE.〉
〈THE DESK-- I SAW SOMETHING MOVE!〉
'EVENIN', GENTS.
TSSSS!
〈AN INTRUDER!〉
〈REMOVE HIM!〉
BAM!
B-BLAM!

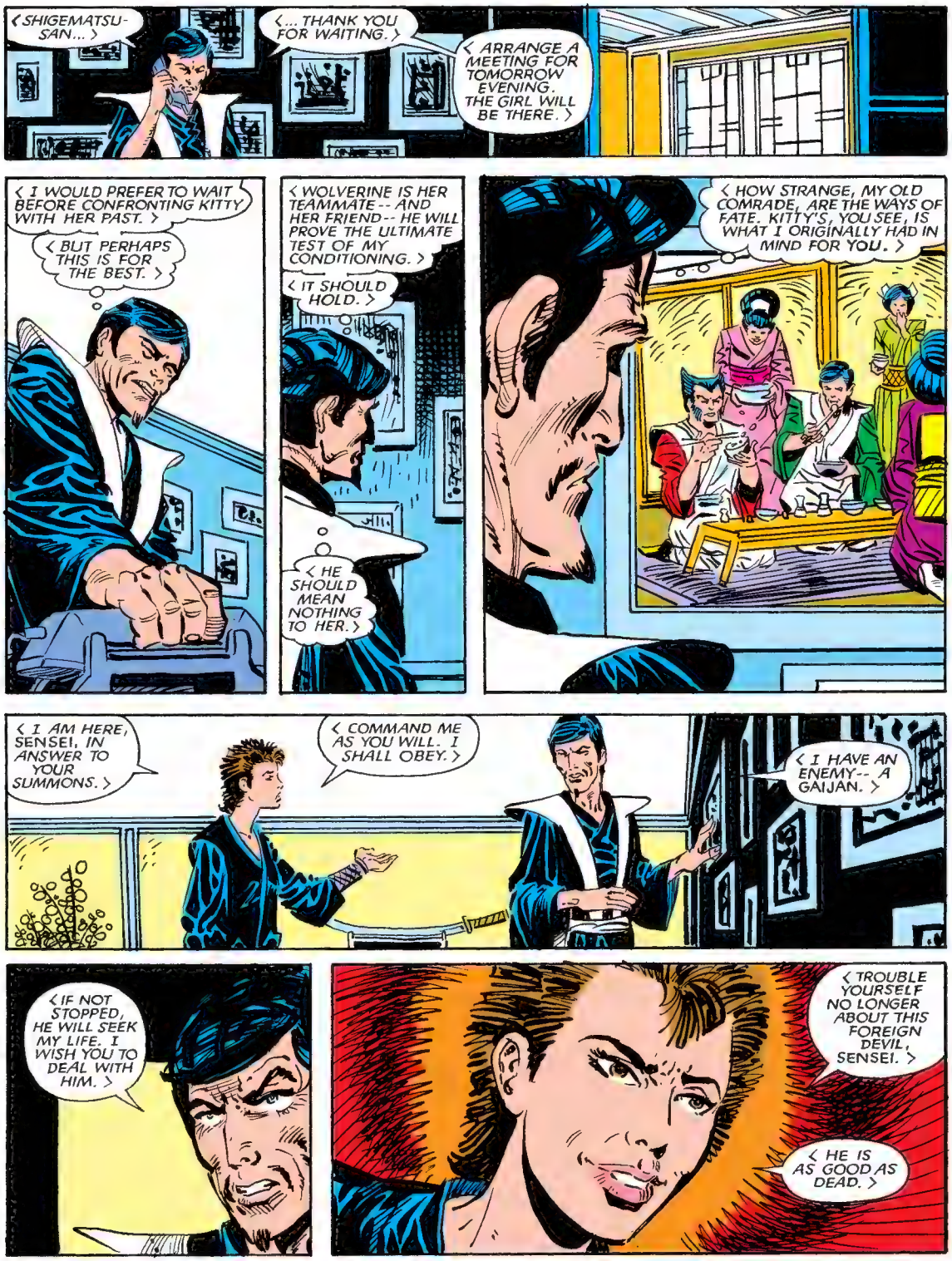
THUP
THUP
〈 DID WE HIT HIM?! 〉
〈 I DON'T KNOW-- CAN'T SEE-- BUT HOW COULD WE HAVE MISSED?! 〉
EASY, BUB.
SNIKT
SNIKT
NOT THE MOST HOSPITABLE OF WELCOMES.
BUT THEN, YOUR BOSS KNOWS AS MUCH ABOUT COMMON COURTESY AS ABOUT HONOR.
BEG PARDON, LADIES, SHIGEMATSU-SAN AN' ME'VE GOT PRIVATE BUSINESS TO DISCUSS.
OHO-- THEY'RE BODYGUARDS, TOO.
NASTY.


BUT THEN...
...SO AM I.
WHO -- WHO ARE YOU?!
THE WRONG PERSON, BUB, TO HAVE AS YOUR ENEMY.
WOLVERINE!?!
YUP.
WHAT DO YOU WANT?
KITTY PRYDE.
WHO?
DON'T BLOW SMOKE AT ME, OLD MAN.
〈THE YOUNGSTER IS CONSIDERED FAMILY-- BY ME AND LADY YASHIDA--YOU UNDERSTAND WHAT THAT MEANS? HARM HER-- AND YOU'LL ANSWER TO US!〉
〈I... DO NOT HAVE HER.〉
〈GET HER.〉
〈THAT MAY PROVE DIFFICULT.〉
〈CONSIDER THE ALTERNATIVE.〉
SNIKT
〈I WILL DO MY BEST.〉
〈FINE. SO LONG AS YOU SUCCEED.〉

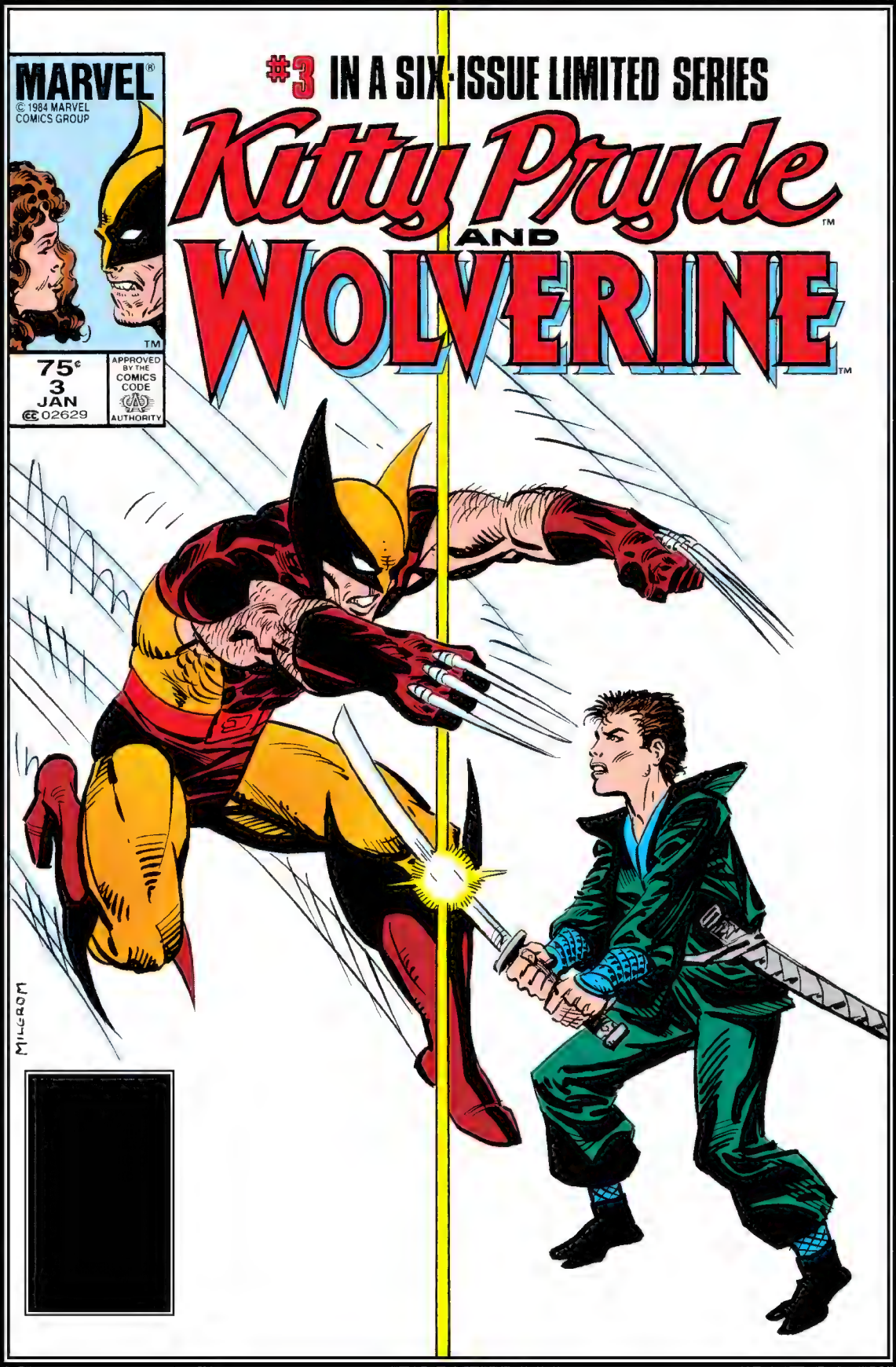

BRRINNNNG!
MOSHI-MOSHI?
〈SHIGEMATSU-SAN, WHAT AN UNEXPECTED SURPRISE. YOU SOUND UNDER A STRAIN, MY FRIEND. I TRUST ALL IS WELL.〉
〈COMPLICATIONS REGARDING OUR ARRANGEMENT? WOLVERINE?!!〉
〈HOW... UNFORTUNATE.〉
〈HOLD ON, WILL YOU, SHIGEMATSU-SAN? I MUST ATTEND TO SOME PRESSING DUTIES.〉
〈THEY SHOULD NOT TAKE LONG.〉
〈LOGAN.〉
〈I THOUGHT--HOPED-- OUR PATHS WOULD NEVER AGAIN CROSS.〉
〈YET, NOW, OUR MEETING SEEMS INEVITABLE--ALMOST ORDAINED FROM THE START. THE WHEEL TURNS. ALL ARE BOUND TO IT.〉
〈ARE YOU READY?〉
HAI, SENSEI.
〈KILL HER!〉

〈 M-MY SCYTHE-- IT PASSED THROUGH YOUR BODY! 〉
〈 YOU ARE NO HUMAN BEING, YOU ARE A GHOST!! 〉


〈CAN A GHOST-- DO THIS?!〉
WHOUNFF!
〈THE SACRED BLADE IS DRAWN!〉
〈BEFORE IT SLEEPS ONCE MORE...〉
〈...IT MUST TASTE BLOOD!〉
IIE!!
KTANG!
〈THE EXERCISE IS ENDED.〉
〈LEAVE US, MATSUO. BE GRATEFUL FOR YOUR LIFE.〉
〈I DID WELL, SENSEI?〉
〈A TRUE DAUGHTER OF THE DEMON. BETTER, IN FACT, THAN I WAS AT YOUR AGE.〉
〈MAKE YOURSELF PRESENTABLE...〉
〈...THEN JOIN ME IN MY STUDY.〉


〈 SHIGEMATSU-SAN... 〉
〈 ... THANK YOU FOR WAITING. 〉
〈 ARRANGE A MEETING FOR TOMORROW EVENING. THE GIRL WILL BE THERE. 〉
〈 I WOULD PREFER TO WAIT BEFORE CONFRONTING KITTY WITH HER PAST. 〉
〈 BUT PERHAPS THIS IS FOR THE BEST. 〉
〈 WOLVERINE IS HER TEAMMATE -- AND HER FRIEND -- HE WILL PROVE THE ULTIMATE TEST OF MY CONDITIONING. 〉
〈 IT SHOULD HOLD. 〉
〈 HE SHOULD MEAN NOTHING TO HER. 〉
〈 HOW STRANGE, MY OLD COMRADE, ARE THE WAYS OF FATE. KITTY'S, YOU SEE, IS WHAT I ORIGINALLY HAD IN MIND FOR YOU. 〉
〈 I AM HERE, SENSEI, IN ANSWER TO YOUR SUMMONS. 〉
〈 COMMAND ME AS YOU WILL. I SHALL OBEY. 〉
〈 I HAVE AN ENEMY -- A GAIJAN. 〉
〈 IF NOT STOPPED, HE WILL SEEK MY LIFE. I WISH YOU TO DEAL WITH HIM. 〉
〈 TROUBLE YOURSELF NO LONGER ABOUT THIS FOREIGN DEVIL, SENSEI. 〉
〈 HE IS AS GOOD AS DEAD. 〉

NEXT: A DUEL -- A DEATH!


MARVEL
© 1984 MARVEL COMICS GROUP
TM
75¢
3
JAN
02629
APPROVED BY THE COMICS CODE AUTHORITY
#3 IN A SIX-ISSUE LIMITED SERIES
Kitty Pryde AND WOLVERINE
MILGROM

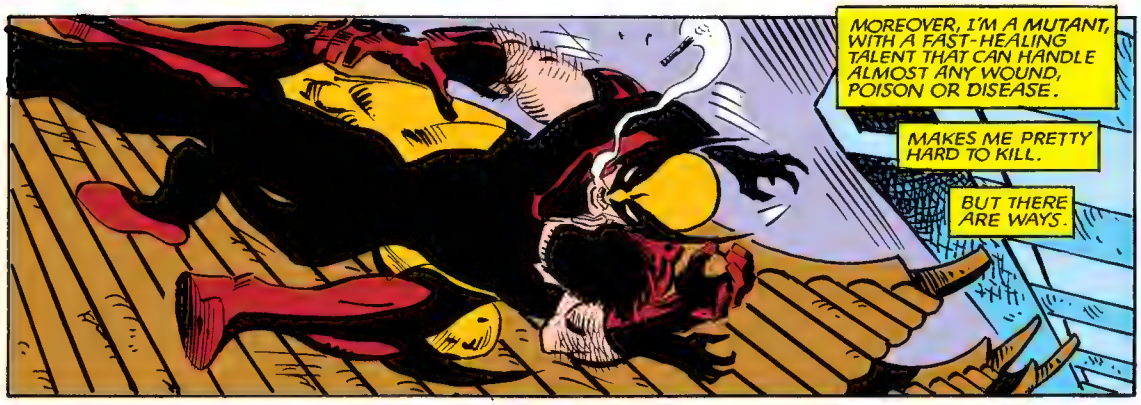
DEATH
I'M A CREATURE OF THE WILD.
I HATE CITIES...
...HATE CIVILIZATION, WITH ALL ITS IDIOT RULES.
GIMME THE FREE, OPEN, ELEMENTAL SPACES OF MY MOUNTAINS...
...WHERE A MAN HOLDS HIS FATE IN HIS OWN HANDS. NO LIES THERE, NO DECEPTION, NO COMPROMISE.
SO WHY, I WONDER, DO I LOVE THIS LAND, THIS CITY?
IT'S PROBABLY THE MOST STRUCTURED SOCIETY ON EARTH, LACED TIGHT WITH CENTURIES OF TRADITION AND RITUAL, COVERING EVERY CONCEIVABLE ASPECT OF PUBLIC AND PRIVATE LIFE.
I WAS BORN TO ONE WORLD. BUT I CHOOSE TO BE PART OF THIS OTHER.
I'M WOLVERINE.

A STAN LEE PRESENTATION by

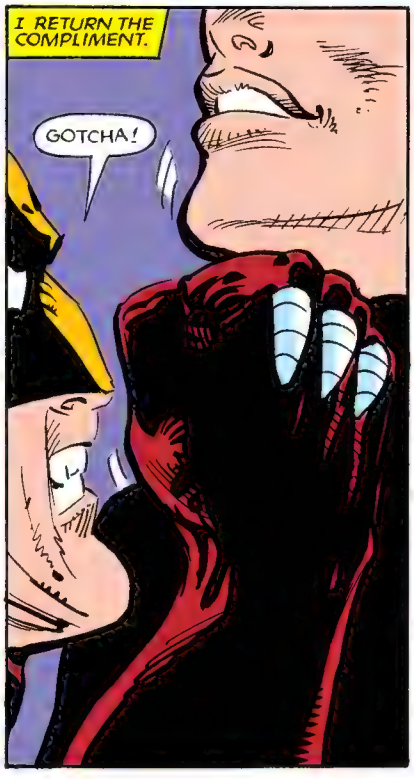
CHRIS CLAREMONT, *writer* & **ALLEN MILGROM,** *artist*

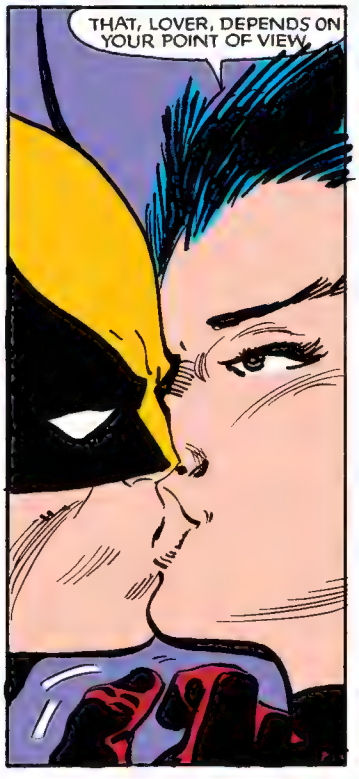
TOM ORZECHOWSKI *letterer* | GLYNIS WEIN *colorist* | ANN NOCENTI *editor* | JIM SHOOTER *editor-in-chief*

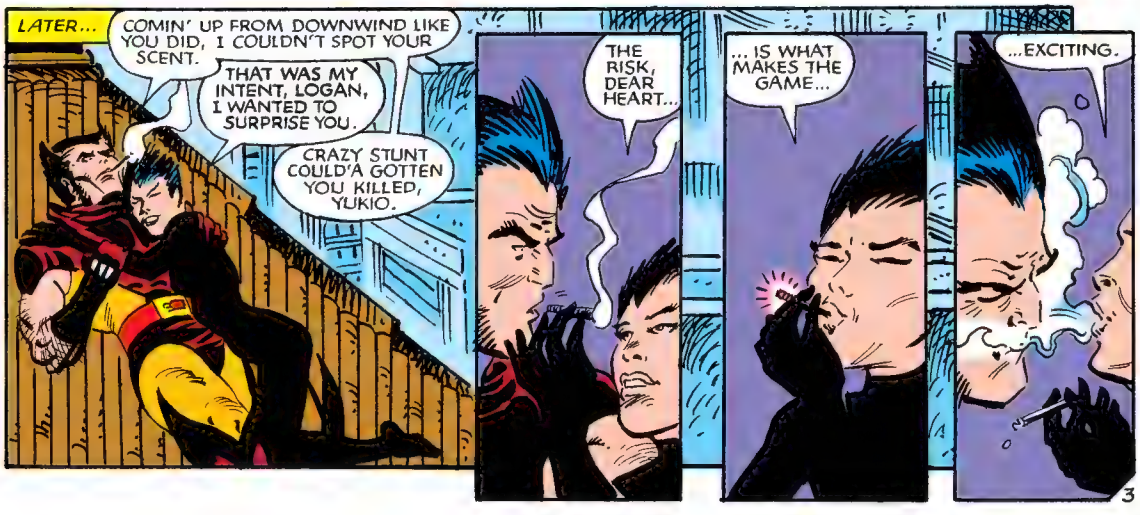
I'M THE BEST THERE IS AT WHAT I DO.
KIAI!
BUT WHAT I DO BEST ISN'T VERY NICE.
SOME PEOPLE, THOUGH, HAVE TO LEARN THAT THE HARD WAY.
TO BLOCK THE SPIKES, I POP MY CLAWS--
--FORGED ADAMANTIUM AN' RAZOR-KEEN, ABLE TO CUT THROUGH ANY-THING-- FROM THEIR HOUSINGS BUILT INTO MY FOREARMS.
MY BONES ARE LACED WITH THE SAME STUFF. THEY CAN'T BE BROKEN.
USEFUL ASSETS IN A FIGHT.


MOREOVER, I'M A MUTANT, WITH A FAST-HEALING TALENT THAT CAN HANDLE ALMOST ANY WOUND, POISON OR DISEASE.
MAKES ME PRETTY HARD TO KILL.
BUT THERE ARE WAYS.

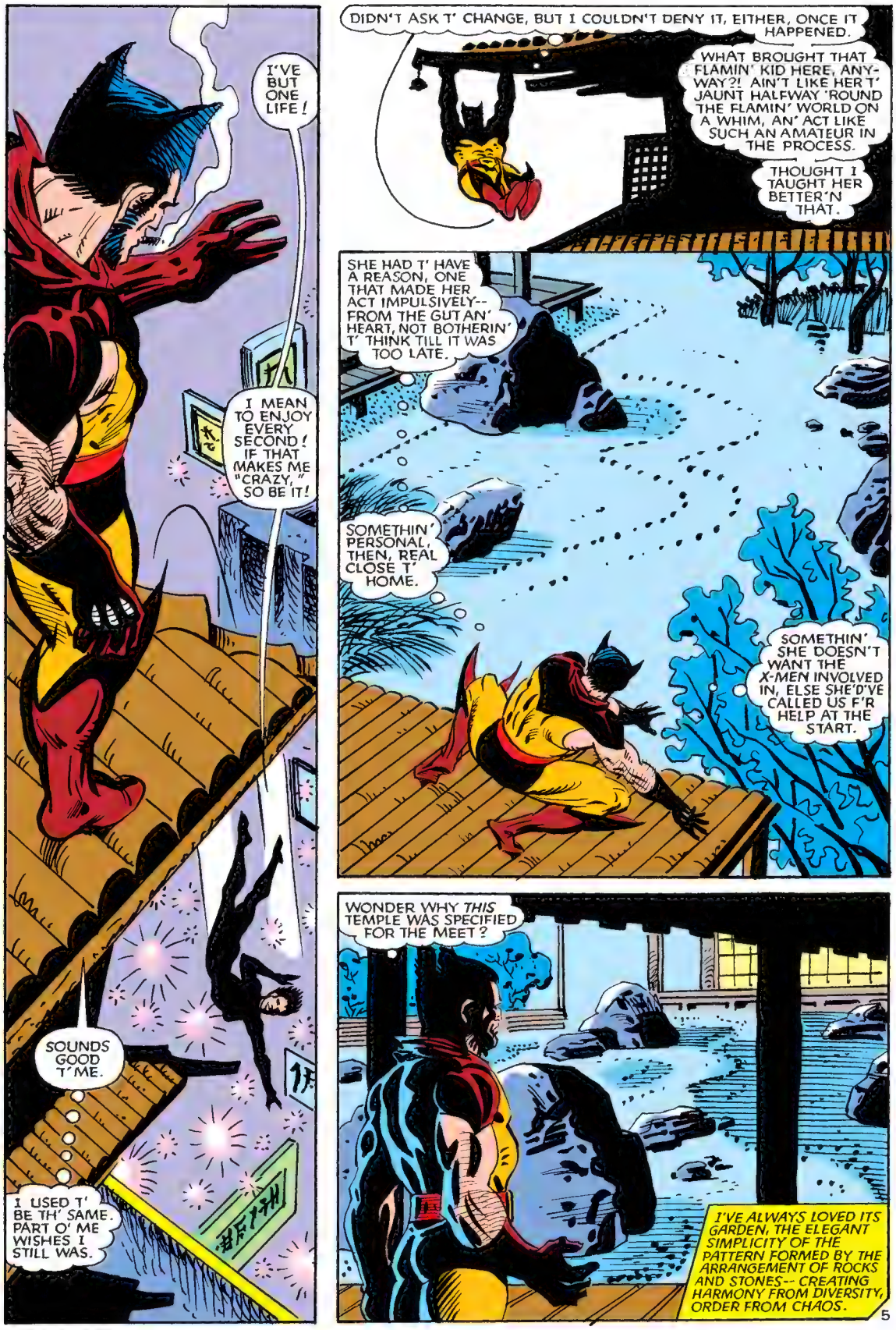
LADY TRIES REAL HARD TO FIND 'EM.
SHE ISN'T FOOLIN' AROUND, EITHER.
ONE SCREW-UP ON MY PART, AN' I'M HISTORY.


I RETURN THE COMPLIMENT.
GOTCHA!


THAT, LOVER, DEPENDS ON YOUR POINT OF VIEW.

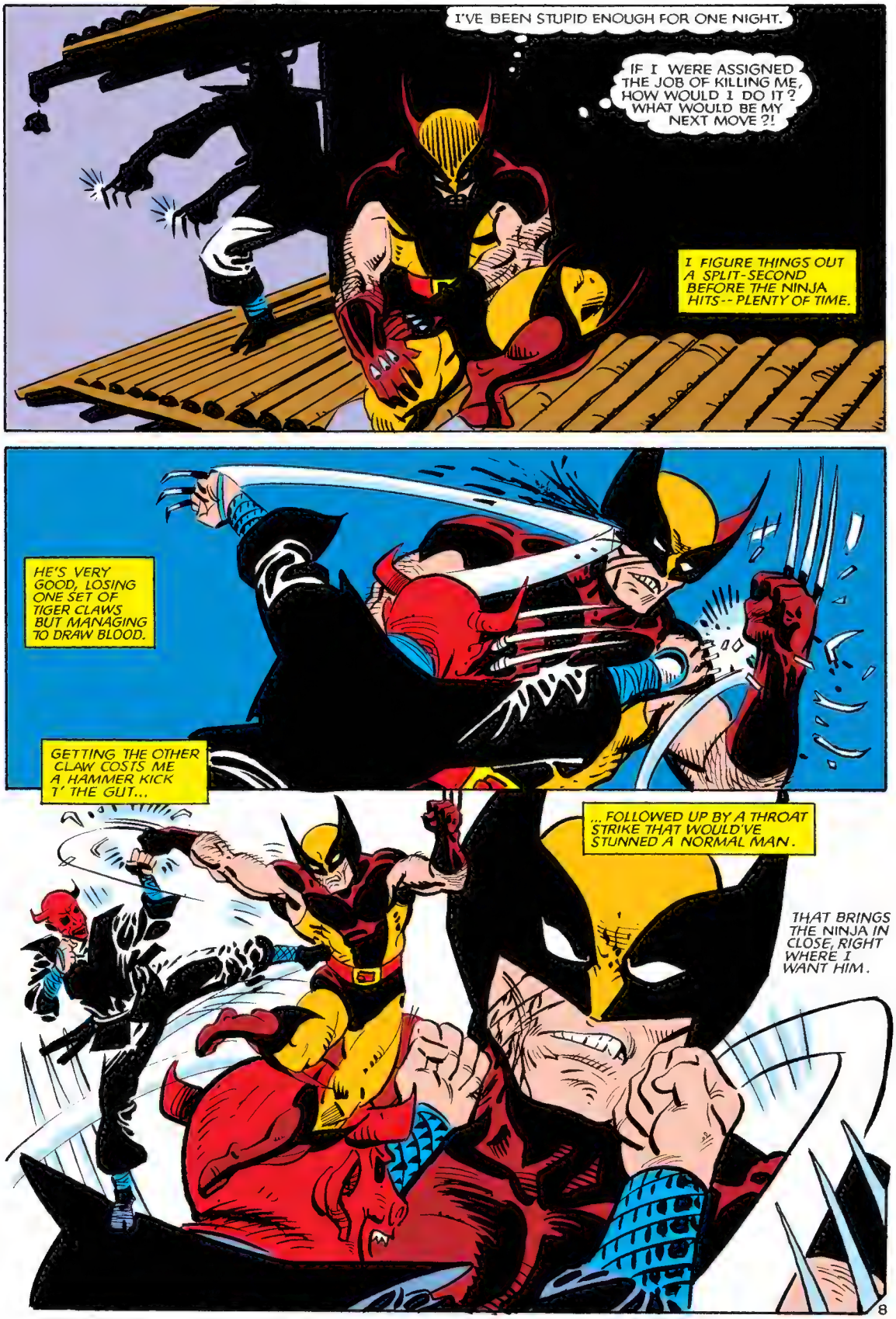

LATER...
COMIN' UP FROM DOWNWIND LIKE YOU DID, I COULDN'T SPOT YOUR SCENT.
THAT WAS MY INTENT, LOGAN, I WANTED TO SURPRISE YOU.
CRAZY STUNT COULD'A GOTTEN YOU KILLED, YUKIO.
THE RISK, DEAR HEART...
... IS WHAT MAKES THE GAME...
...EXCITING.

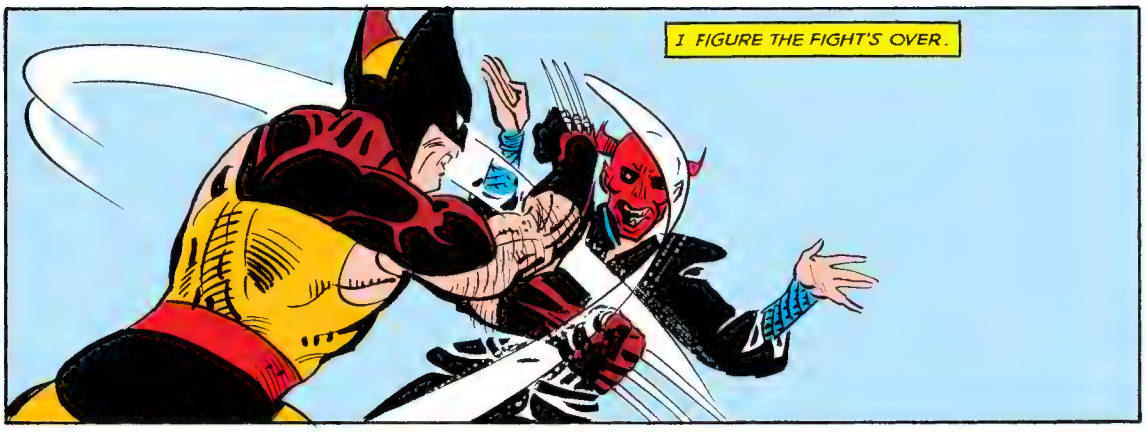
HOW'D YOU KNOW I WAS EVEN IN JAPAN, MUCH LESS WHERE TO FIND ME?
I HAVE SOURCES.
I, TOO, AM VERY GOOD AT WHAT I DO.
I MISSED YOU, LOGAN-SAN.
WHY, WHEN YOU KNOW NOTHIN' CAN COME OF IT?
CONSIDER ME A COCK-EYED OPTIMIST.
〈BY THE ETERNAL GODS --I WILL NEVER UNDERSTAND WHAT YOU SEE IN MARIKO YASHIDA!*〉
*TRANSLATED FROM THE JAPANESE--AnnN.
〈YOU THINK I DO?!〉
〈OF ALL THE WOMEN IN CREATION, SHE'S THE LAST I WOULD HAVE EXPECTED TO LOVE, MUCH LESS LOVE ME IN RETURN.〉
〈BUT SHE'S THE ONE I MOST TREASURE.〉
〈MORE FOOL, YOU.〉
MY BEIN' IN TŌKYŌ HAS NOTHIN' T' DO WITH HER--OR YOU-- THIS IS BUSINESS. KITTY PRYDE'S OVER HERE, IN TROUBLE.
KID STOWED AWAY ON A J.A.L. FLIGHT OUTTA CHICAGO-- DUNNO WHY YET-- THEN TANGLED WITH A LOCAL CRIMELORD NAMED SHIGEMATSU. LAST NIGHT, SHE TRIED TO HEIST A BANK CASH MACHINE--!
BRAVO! THERE'S HOPE FOR THE CHILD YET!
WITH HER POWERS, SHE'D MAKE A SPLENDID THIEF!
SHE'S BEIN' HELD AS HOSTAGE IN SOME YAKUZA CAPER. I ARRANGED FOR HER T'BE RELEASED TONIGHT, AT THIS TEMPLE.
YOU TRUST SHIGEMATSU?
NOPE.
BUT IT'S WORTH THE TRY.
LEAVE THE OYABUN TO ME, LOVER. IF HE'S PLANNING ANY TREACHERY, I'LL FIND OUT.
'PRECIATE IT.
TAKE CARE!
ALWAYS DO, DARLIN'.
YOU'RE THE CRAZY ONE.


I'VE BUT ONE LIFE!
I MEAN TO ENJOY EVERY SECOND! IF THAT MAKES ME "CRAZY," SO BE IT!
SOUNDS GOOD T'ME.
I USED T' BE TH' SAME. PART O' ME WISHES I STILL WAS.
DIDN'T ASK T' CHANGE, BUT I COULDN'T DENY IT, EITHER, ONCE IT HAPPENED.
WHAT BROUGHT THAT FLAMIN' KID HERE, ANYWAY?! AIN'T LIKE HER T' JAUNT HALFWAY 'ROUND THE FLAMIN' WORLD ON A WHIM, AN' ACT LIKE SUCH AN AMATEUR IN THE PROCESS.
THOUGHT I TAUGHT HER BETTER'N THAT.
SHE HAD T' HAVE A REASON, ONE THAT MADE HER ACT IMPULSIVELY-- FROM THE GUT AN' HEART, NOT BOTHERIN' T' THINK TILL IT WAS TOO LATE.
SOMETHIN' PERSONAL, THEN, REAL CLOSE T' HOME.
SOMETHIN' SHE DOESN'T WANT THE X-MEN INVOLVED IN, ELSE SHE'D'VE CALLED US F'R HELP AT THE START.
WONDER WHY THIS TEMPLE WAS SPECIFIED FOR THE MEET?
I'VE ALWAYS LOVED ITS GARDEN, THE ELEGANT SIMPLICITY OF THE PATTERN FORMED BY THE ARRANGEMENT OF ROCKS AND STONES-- CREATING HARMONY FROM DIVERSITY, ORDER FROM CHAOS.

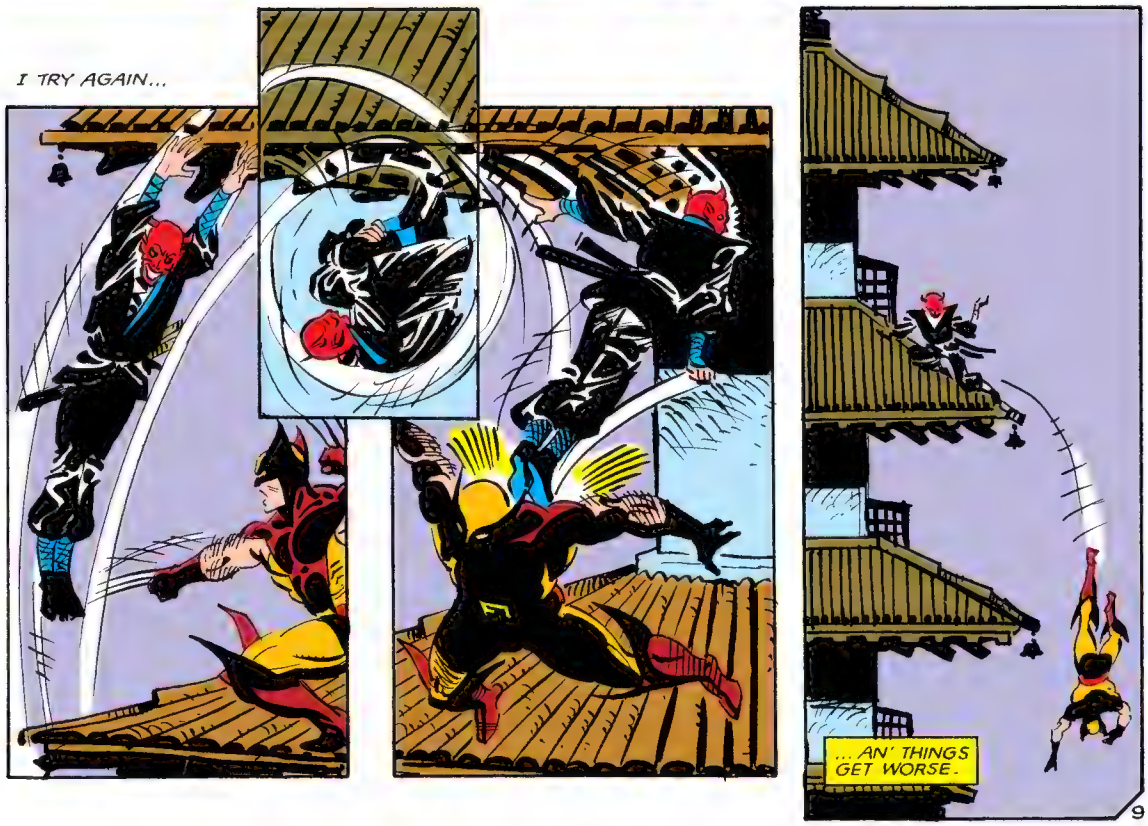
A MAN'S SPIRIT, IT'S SAID, CAN BE SHAPED THE SAME WAY.
I'VE TRIED-- FROM MY FIRST TRIP TO THESE ISLANDS, LONGER AGO'N I CARE T' REMEMBER--
-- AN' ALWAYS FAILED.
?!?
AAGKGH!!
FOOMPH!
STINK-BOMB!
A BRILLIANT PLOY-- I CAN'T GET THE STENCH OUT OF MY NOSTRILS. MY' ENHANCED SENSE OF SMELL IS UTTERLY NEUTRALIZED!
THE OPPOSITION TRYIN' T' BE CUTE-- DOIN' THIS T' PREVENT ME FROM MARKIN' WHO AN' WHERE THEY ARE-- OR ARE THEY PULLIN' A...
... DOUBLE-CROSS ?!!
THOK!
I GOT SOME NERVE CALLIN' THE KID AN AMATEUR.
A NOVICE AGENT...
...FRESH OUT OF TRADE SCHOOL...
...WOULDN'T'VE BEEN SO CARELESS--
-- BLAST!

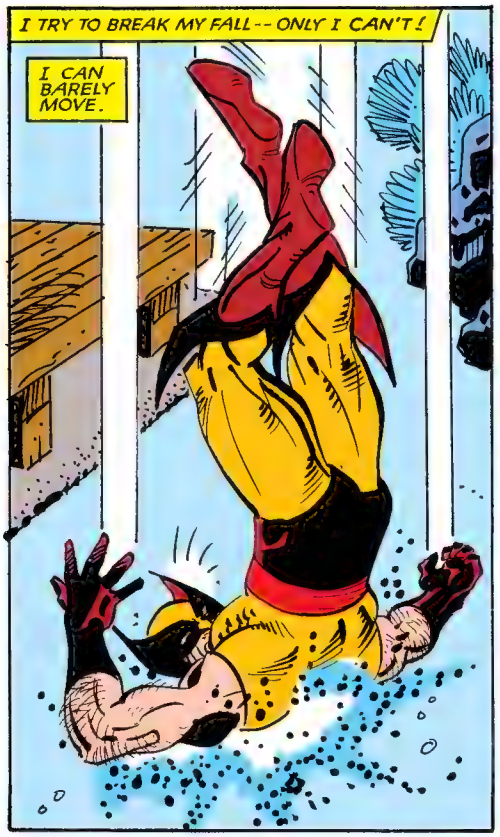
MY HEALING FACTOR'LL HANDLE BOTH THE ARROW AN' MY DULLED SENSES-- BUT IT'LL TAKE TIME...
...A COMMODITY I FIGURE'S IN REAL SHORT SUPPLY.
SNAP!
WHIZZZZZZ
SNIKT!
KTAN
I'M A SITTING DUCK IN THIS COURT-YARD.
I NEED SOME ROOM TO MANEUVER.
CAN'T SEE ANYTHING-- OR HEAR-- WHAT'RE THE ODDS, HOW MANY AM I UP AGAINST?!
WHOEVER THEY ARE, THEY'RE KEEPING THEIR DISTANCE. SMART MOVE...
...AN' BAD NEWS.
MEANS THEY KNOW HOW T' FIGHT ME.
SHOOT, IF ALL THE SCRAPS WERE EASY, THEY WOULDN'T BE FUN. I LIKE A CHALLENGE AS MUCH AS YUKIO-- THE MORE IMPOSSIBLE, THE BETTER. I JUST DON'T GO LOOKIN' FOR 'EM AS MUCH ANYMORE.
SEEMS I'VE GOT A BREATHER. BEST USE IT T' GET RID OF THIS ARROW...
...AN' LET MY BODY DO ITS WORK.

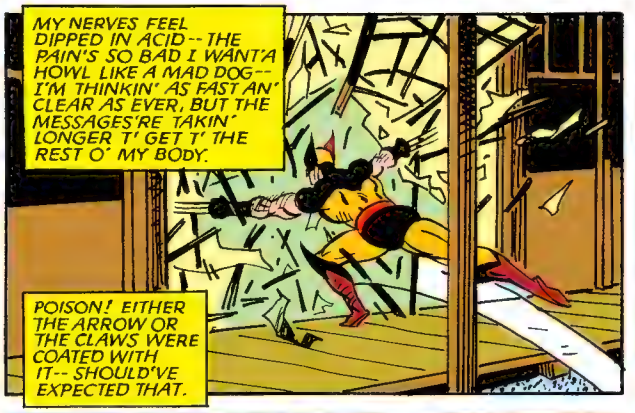

I'VE BEEN STUPID ENOUGH FOR ONE NIGHT.
IF I WERE ASSIGNED THE JOB OF KILLING ME, HOW WOULD I DO IT? WHAT WOULD BE MY NEXT MOVE?!
I FIGURE THINGS OUT A SPLIT-SECOND BEFORE THE NINJA HITS--PLENTY OF TIME.
HE'S VERY GOOD, LOSING ONE SET OF TIGER CLAWS BUT MANAGING TO DRAW BLOOD.
GETTING THE OTHER CLAW COSTS ME A HAMMER KICK T' THE GUT...
...FOLLOWED UP BY A THROAT STRIKE THAT WOULD'VE STUNNED A NORMAL MAN.
THAT BRINGS THE NINJA IN CLOSE, RIGHT WHERE I WANT HIM.

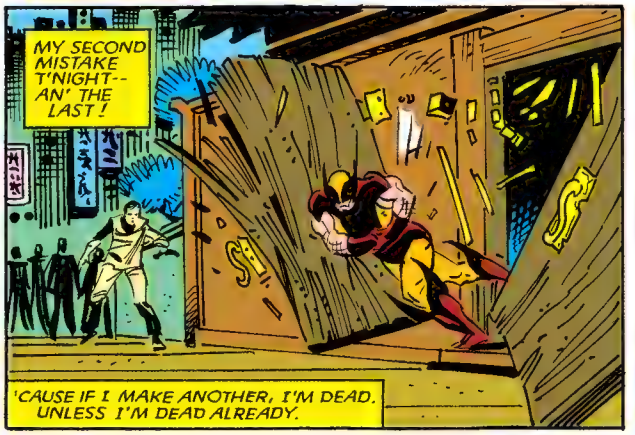

I FIGURE THE FIGHT'S OVER.

SHOULD'VE KNOWN BETTER.
MISSED!?!
BUT HOW--?!?


I TRY AGAIN...
... AN' THINGS GET WORSE.

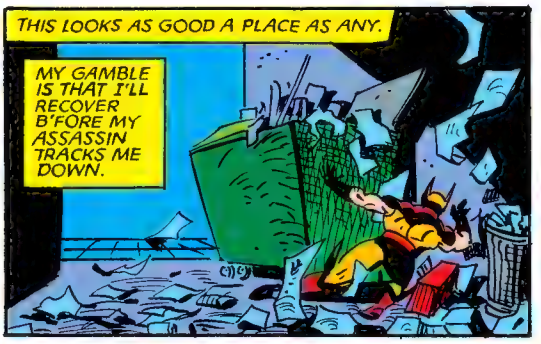

I TRY TO BREAK MY FALL -- ONLY I CAN'T!
I CAN BARELY MOVE.

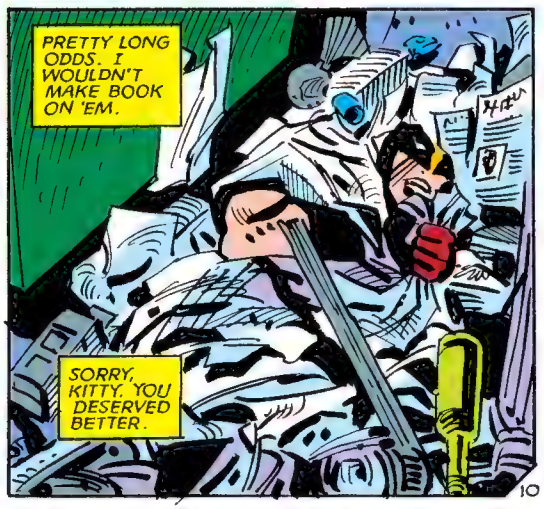

MY NERVES FEEL DIPPED IN ACID -- THE PAIN'S SO BAD I WANT'A HOWL LIKE A MAD DOG -- I'M THINKIN' AS FAST AN' CLEAR AS EVER, BUT THE MESSAGES'RE TAKIN' LONGER T' GET T' THE REST O' MY BODY.
POISON! EITHER THE ARROW OR THE CLAWS WERE COATED WITH IT -- SHOULD'VE EXPECTED THAT.

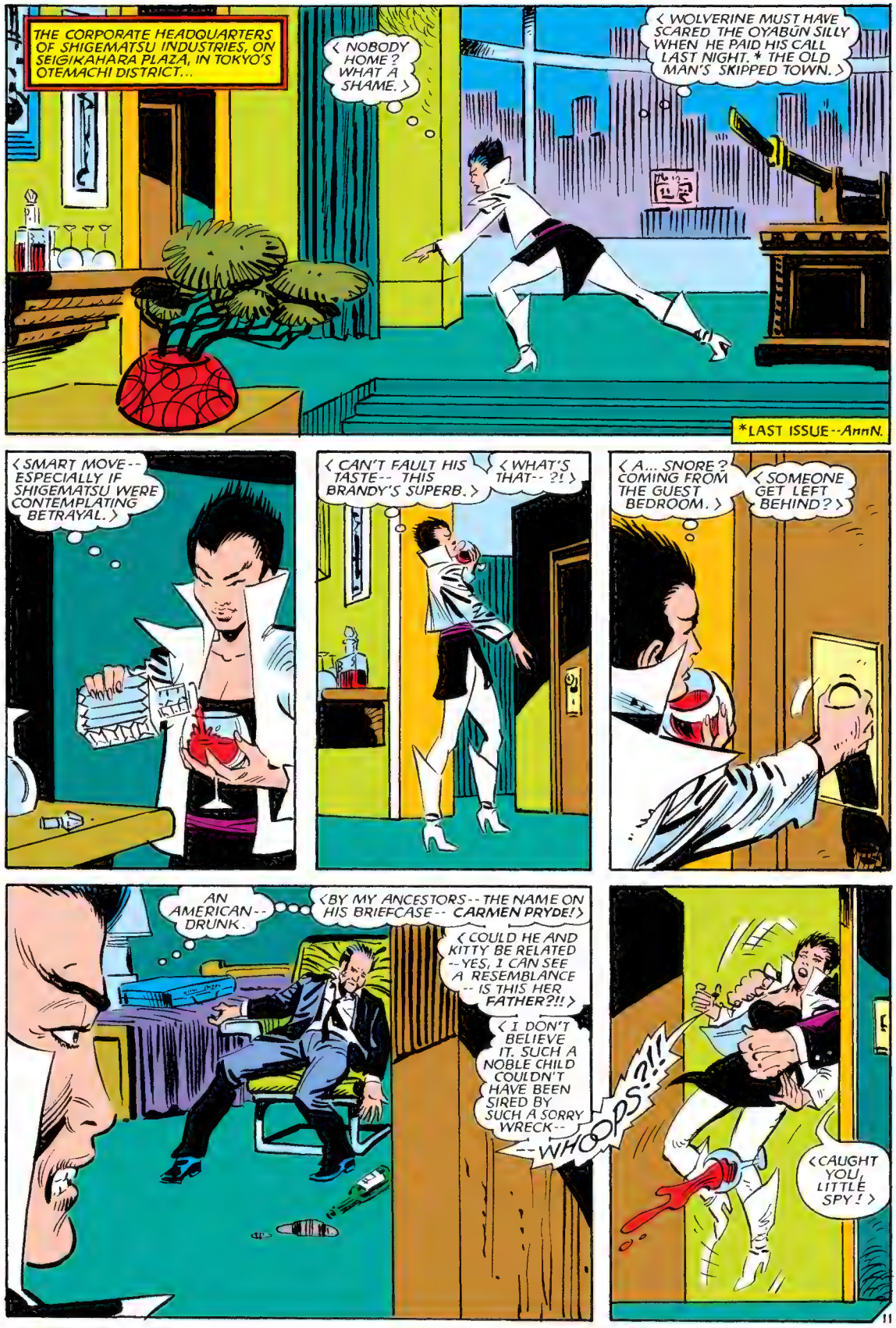

MY SECOND MISTAKE T'NIGHT -- AN' THE LAST!
'CAUSE IF I MAKE ANOTHER, I'M DEAD. UNLESS I'M DEAD ALREADY.

WON'T BE LONG B'FORE I'M PARALYZED. NO ILLUSIONS 'BOUT WHAT'LL HAPPEN IF THE NINJA FINDS ME THEN.

I HAVETA GO T' GROUND -- HIDE SOMEWHERE -- GIVE MY BODY A CHANCE T' HEAL.


THIS LOOKS AS GOOD A PLACE AS ANY.
MY GAMBLE IS THAT I'LL RECOVER B'FORE MY ASSASSIN TRACKS ME DOWN.

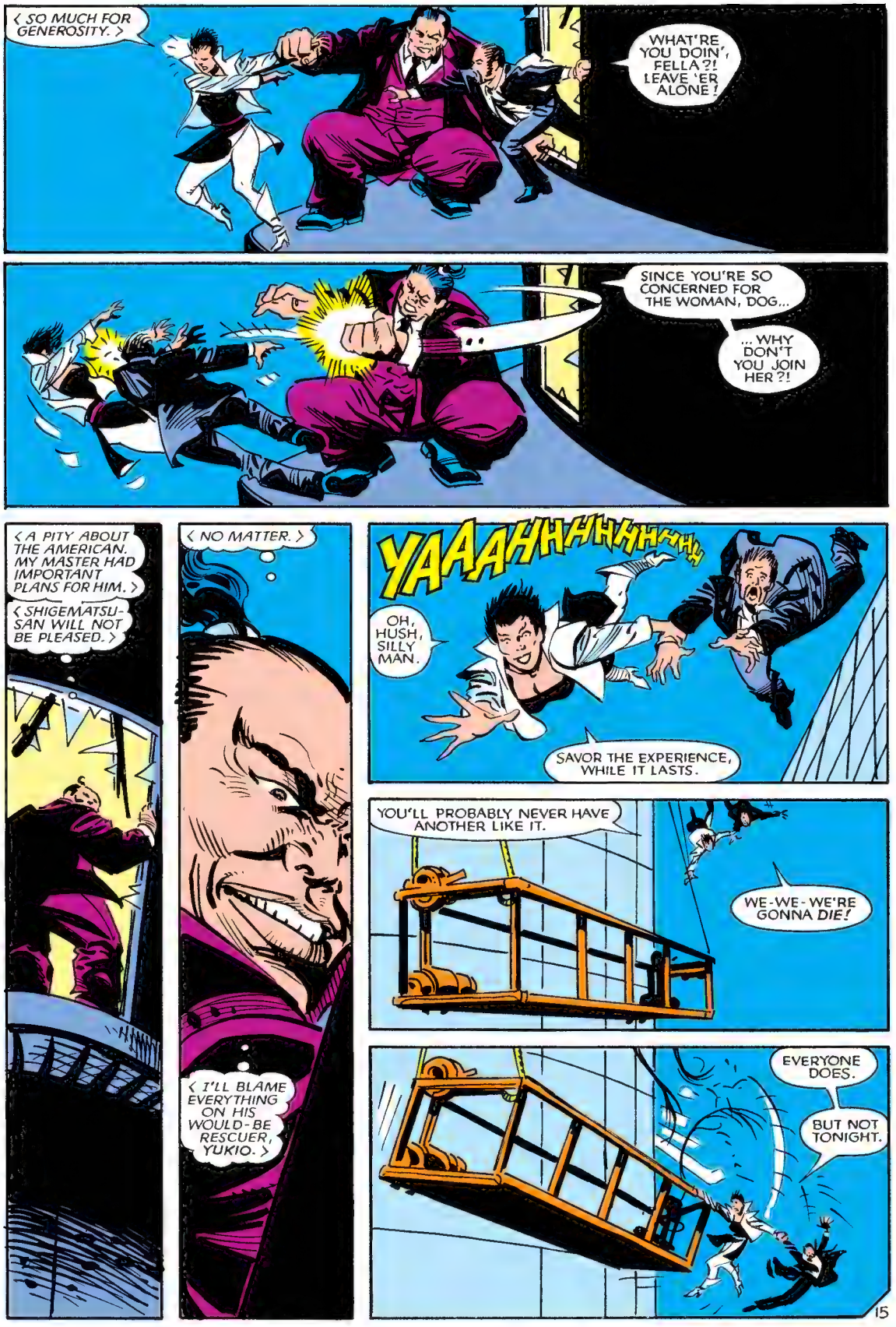

PRETTY LONG ODDS. I WOULDN'T MAKE BOOK ON 'EM.
SORRY, KITTY. YOU DESERVED BETTER.

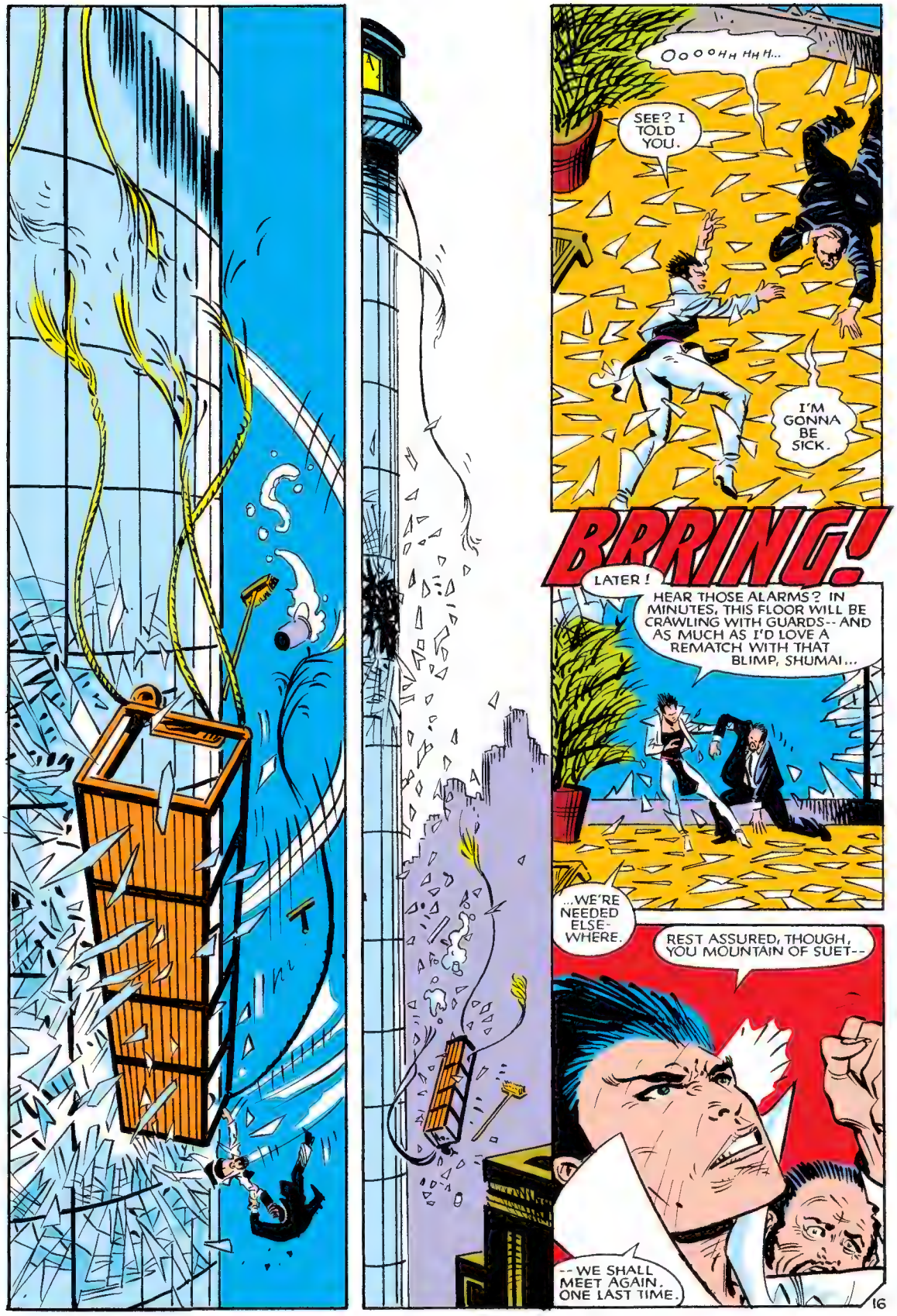

THE CORPORATE HEADQUARTERS OF SHIGEMATSU INDUSTRIES, ON SEIGIKAHARA PLAZA, IN TOKYO'S OTEMACHI DISTRICT...
〈 NOBODY HOME? WHAT A SHAME. 〉
〈 WOLVERINE MUST HAVE SCARED THE OYABUN SILLY WHEN HE PAID HIS CALL LAST NIGHT. * THE OLD MAN'S SKIPPED TOWN. 〉
*LAST ISSUE--AnnN.
〈 SMART MOVE-- ESPECIALLY IF SHIGEMATSU WERE CONTEMPLATING BETRAYAL. 〉
〈 CAN'T FAULT HIS TASTE-- THIS BRANDY'S SUPERB. 〉
〈 WHAT'S THAT-- ?! 〉
〈 A... SNORE? COMING FROM THE GUEST BEDROOM. 〉
〈 SOMEONE GET LEFT BEHIND? 〉
AN AMERICAN-- DRUNK.
〈 BY MY ANCESTORS-- THE NAME ON HIS BRIEFCASE-- CARMEN PRYDE! 〉
〈 COULD HE AND KITTY BE RELATED --YES, I CAN SEE A RESEMBLANCE -- IS THIS HER FATHER?!! 〉
〈 I DON'T BELIEVE IT. SUCH A NOBLE CHILD COULDN'T HAVE BEEN SIRED BY SUCH A SORRY WRECK-- -- WHOOPS?!! 〉
〈 CAUGHT YOU, LITTLE SPY! 〉

< NOW I SHALL DISPOSE OF YOU AS I WOULD ANY OTHER PIECE OF GARBAGE-- BY SIMPLY THROWING YOU AWAY! >
< SHUMAI! >
< SHIGEMATSU'S BODYGUARD-- A RENEGADE SUMO WRESTLER! >
< FOR A FEW MOMENTS, YUKIO-CHAN, YOU WILL FLY LIKE A BIRD, BEFORE THE GROUND CRUSHES THE LIFE FROM YOU. NOT MURDER AT ALL-- MERELY AN UNFORTUNATE ACCIDENT. >
< DO NOT STRUGGLE, GIRL. NOT EVEN MY FELLOW SUMO COULD BREAK THIS GRIP-- AND THEY WERE MEN--
AIEOWW!
< PERHAPS THEN, O MIGHTY BLIMP... >
< ... THEY SHOULD HAVE... >
< ... TRIED HARDER! >
< HAPPY LANDING! >

KARASH!
AAIIIEEE!!
< NONONONONONONONO >
SKRITCH
SKRITCH
SKRITCH
< HEIGHTS MAKE YOU NERVOUS, BODYGUARD?>
< SAVE ME--HAVE MERCY--I BEG YOU! >
< WHY SHOULD I? THIS IS NO MORE THAN THE FATE YOU MEANT FOR ME. >
< PLEASE! I'LL DO ANYTHING!! >
< TALK IS CHEAP--AND YOU'RE SO VERY, VERY FAT. >
< I'M NOT SURE HOW MUCH LONGER I CAN HOLD YOU. IN FACT, YOU'RE ALREADY STARTING TO SLIP! >
NO!

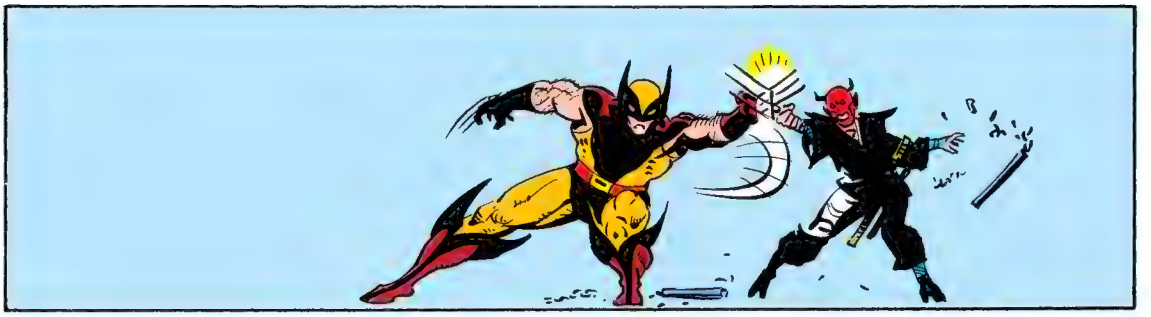
〈WHERE'S THE GIRL?〉
〈WH-WHAT GIRL?!〉
〈'BYE!〉
〈SHIGEMATSU-SAN GAVE HER TO THE RŌNIN, OGŪN!!〉
〈THE OGŪN-- WHY?!〉
〈OGŪN ASKED FOR HER, AS PAYMENT IN FULL FOR ALL SERVICES HE HAS RENDERED MY MASTER, SHIGEMATSU-SAN!〉
〈I KNOW NO MORE! OH, PLEASE, PULL ME UP, YUKIO-- PLEASE!!〉
〈WOULD OGŪN GIVE KITTY PRYDE UP IF ASKED?〉
〈MY MASTER WOULD NOT BE SO GREAT A FOOL AS TO EVEN TRY.〉
〈WOLVERINE'S WALKING INTO AN AMBUSH, THEN. SHIGEMATSU NEVER INTENDED TO HONOR HIS WORD.〉
〈YES, YES, YES!!!〉
〈ALL RIGHT, BLIMP, YOU'VE EARNED YOUR LIFE.〉
〈UP YOU COME.〉
HEY!
WHA'S ALLA NOISE?!
〈EH--?!!〉
!?!
〈AND DOWN, LITTLE FOOL--〉
〈--YOU GO!〉

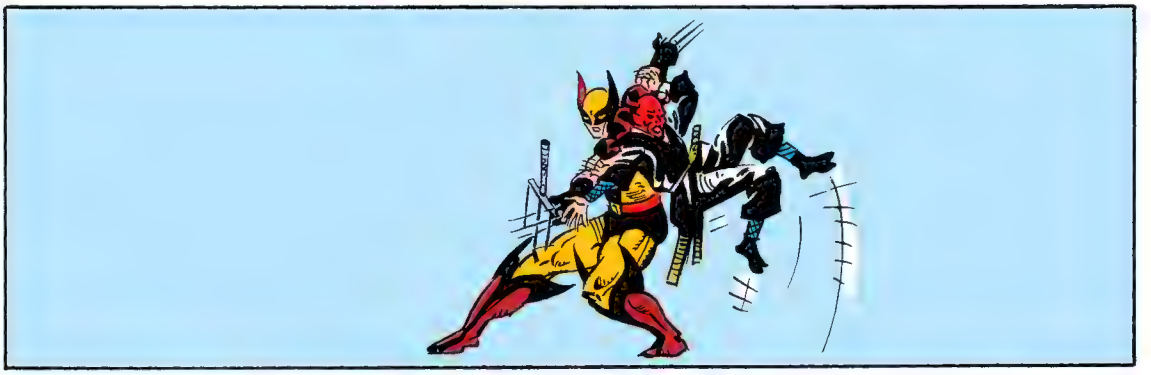

< SO MUCH FOR GENEROSITY. >
WHAT'RE YOU DOIN', FELLA?! LEAVE 'ER ALONE!
SINCE YOU'RE SO CONCERNED FOR THE WOMAN, DOG...
... WHY DON'T YOU JOIN HER?!
< A PITY ABOUT THE AMERICAN. MY MASTER HAD IMPORTANT PLANS FOR HIM. >
< SHIGEMATSU-SAN WILL NOT BE PLEASED. >
< NO MATTER. >
< I'LL BLAME EVERYTHING ON HIS WOULD-BE RESCUER, YUKIO. >
YAAAHHHHHHHHH!
OH, HUSH, SILLY MAN.
SAVOR THE EXPERIENCE, WHILE IT LASTS.
YOU'LL PROBABLY NEVER HAVE ANOTHER LIKE IT.
WE-WE-WE'RE GONNA DIE!
EVERYONE DOES.
BUT NOT TONIGHT.

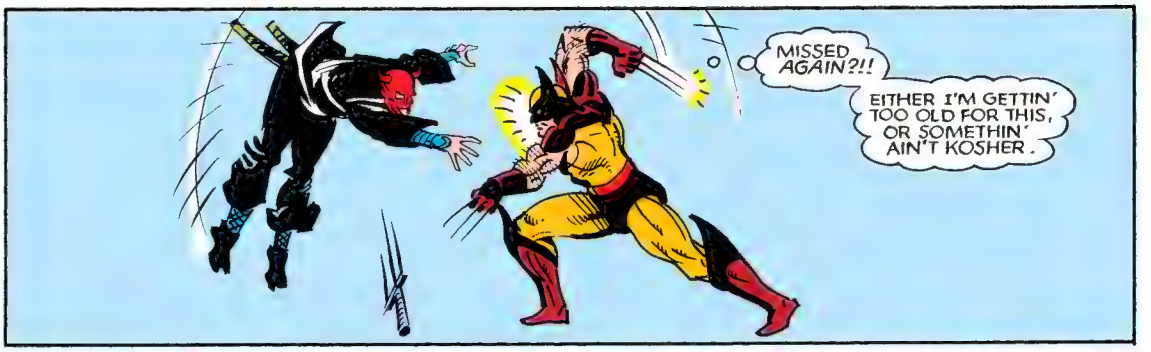

Oooohh hhh...
SEE? I TOLD YOU.
I'M GONNA BE SICK.
BRRING!
LATER!
HEAR THOSE ALARMS? IN MINUTES, THIS FLOOR WILL BE CRAWLING WITH GUARDS-- AND AS MUCH AS I'D LOVE A REMATCH WITH THAT BLIMP, SHUMAI...
...WE'RE NEEDED ELSE-WHERE.
REST ASSURED, THOUGH, YOU MOUNTAIN OF SUET--
--WE SHALL MEET AGAIN. ONE LAST TIME.

ELSEWHERE...
SURPRISE, SUCKER.
I GOT BETTER.
NOW, IT'S MY TURN.

THE NINJA ASSUMES HE'S BEING FOLLOWED, AN' TRIES TO LOSE ME IN THE HUSTLIN'-BUSTLIN' CROWDS OF TŌKYŌ STATION.
RIGHT PLAY--
--EXCEPT THAT I'VE GOT HIS SCENT NOW.
NO WAY AM I GOING TO LOSE HIM.



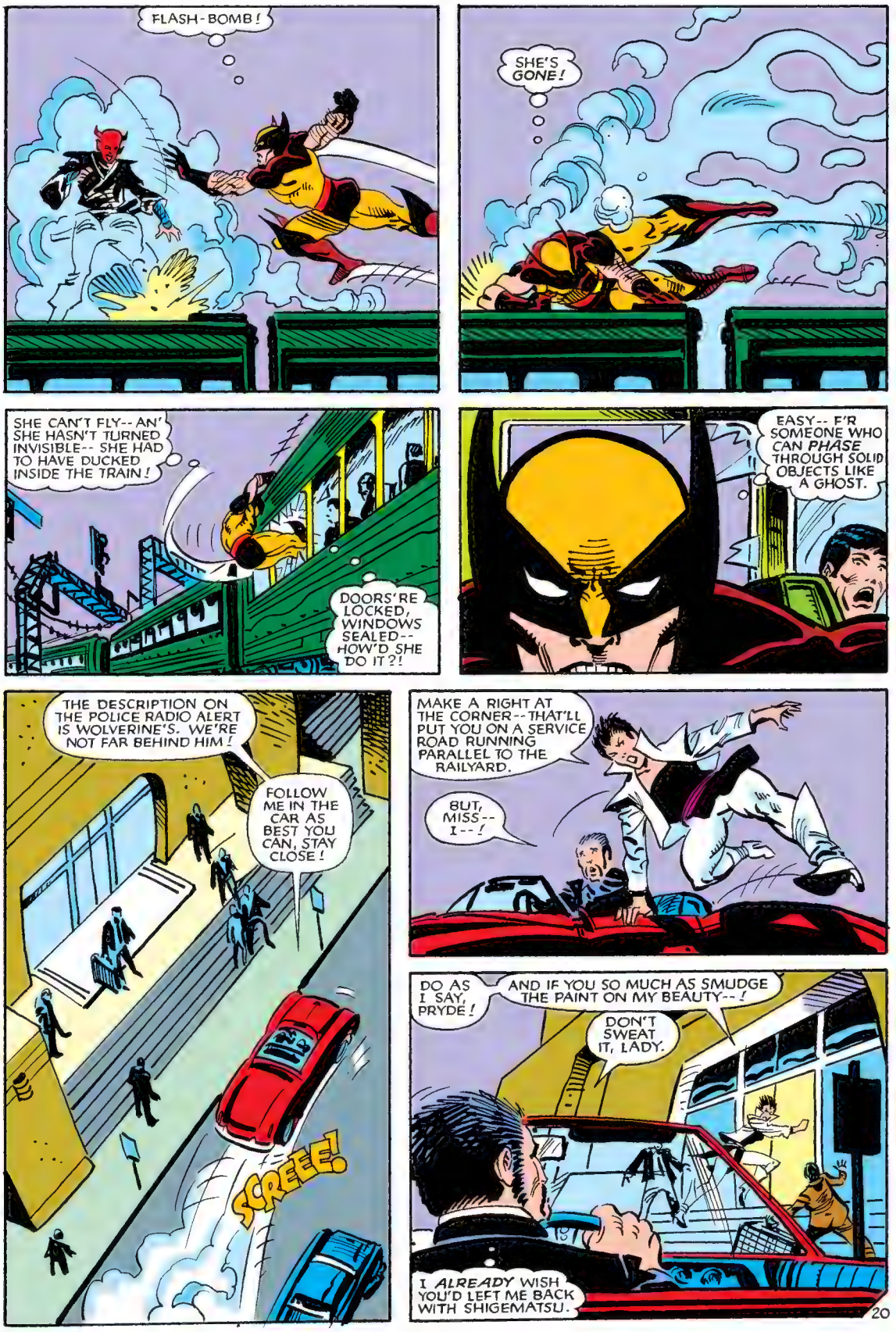


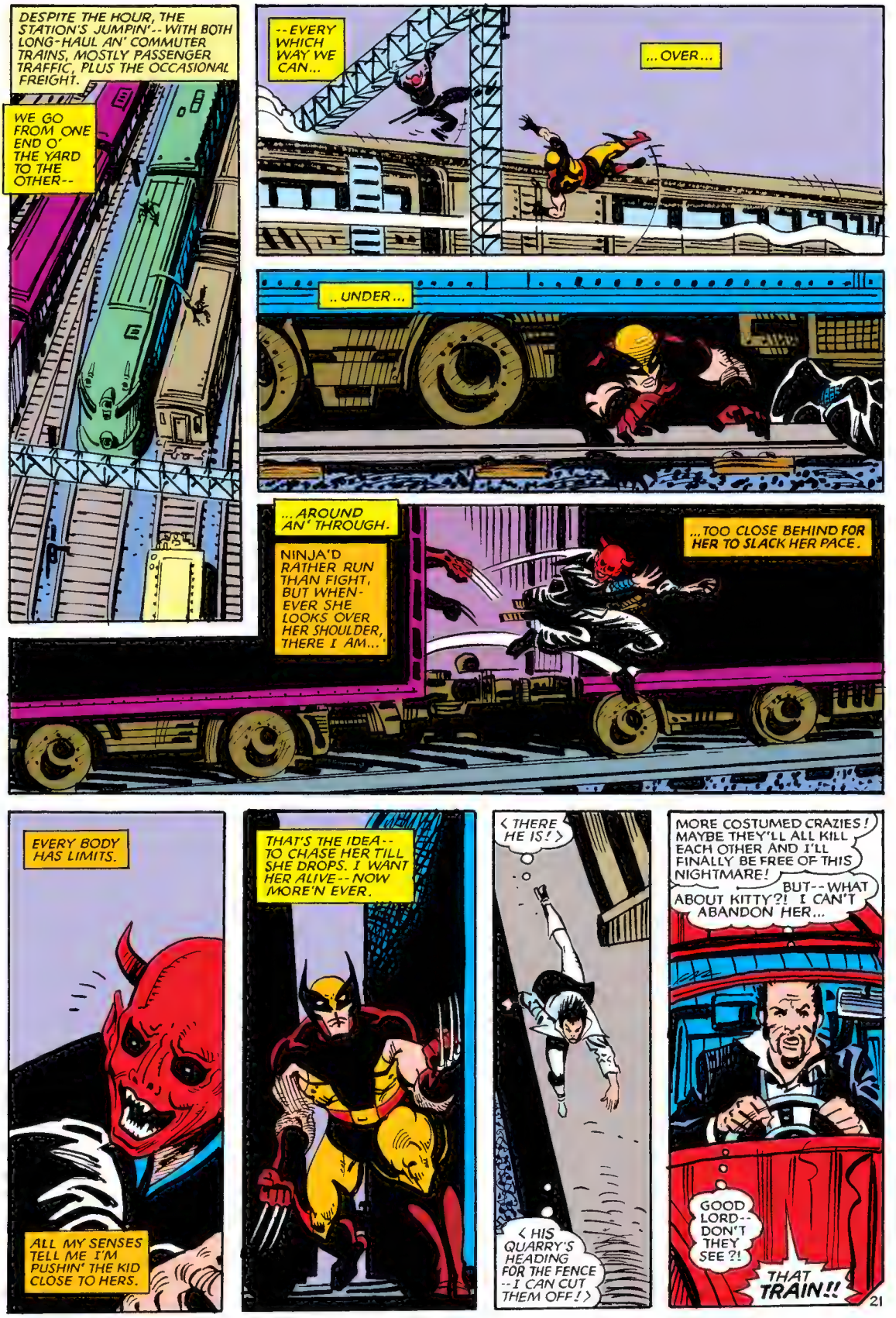

MISSED AGAIN?!!
EITHER I'M GETTIN' TOO OLD FOR THIS, OR SOMETHIN' AIN'T KOSHER.

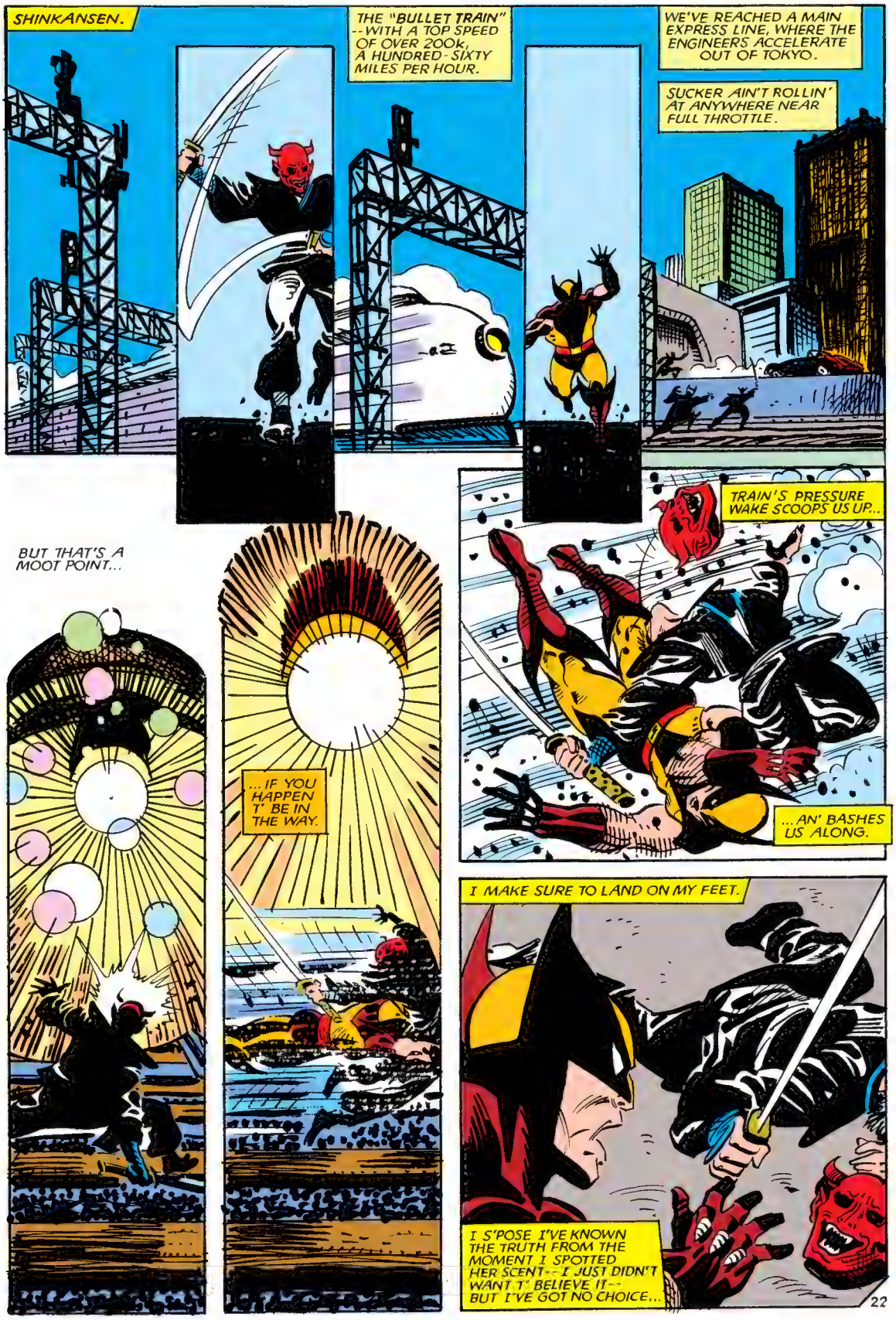
MY MISTAKE, CALLIN' THAT NINJA "HIM."
IT'S A GIRL!

ACCORDIN' TO HER SCENT, ONLY ONE PERSON SHE COULD BE.
BUT SHE'S SCRAPPIN' ON MY LEVEL -- NO ONE THAT YOUNG COULD HAVE SUCH SKILL. IT TOOK ME MORE'N A LIFETIME.

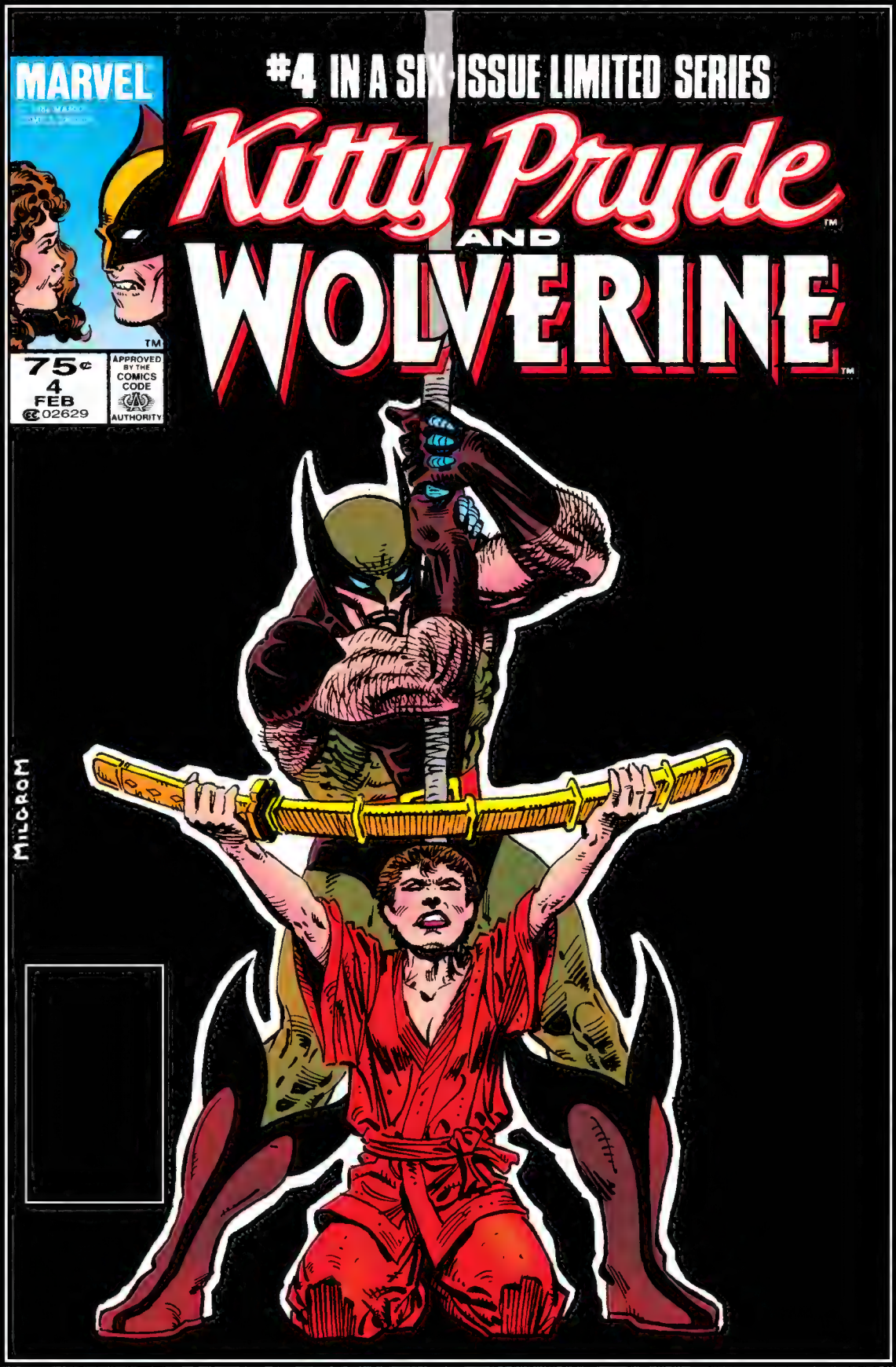
TOO MANY FLAMIN' QUESTIONS.
I WON'T FIND THE ANSWERS SITTIN' ON MY DUFF.

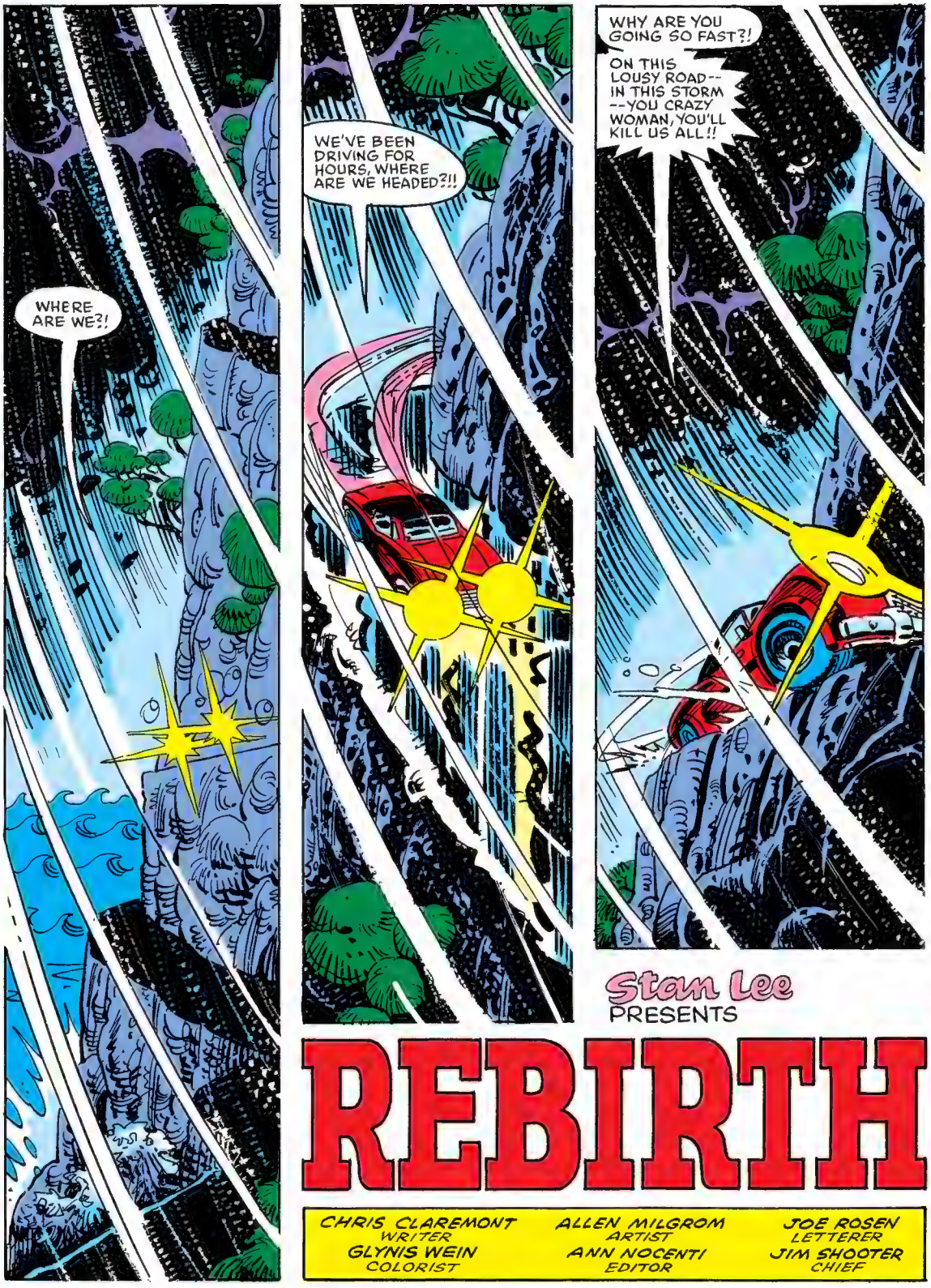

FLASH-BOMB!
SHE'S GONE!
SHE CAN'T FLY-- AN' SHE HASN'T TURNED INVISIBLE-- SHE HAD TO HAVE DUCKED INSIDE THE TRAIN!
DOORS'RE LOCKED, WINDOWS SEALED-- HOW'D SHE DO IT?!
EASY-- F'R SOMEONE WHO CAN PHASE THROUGH SOLID OBJECTS LIKE A GHOST.
THE DESCRIPTION ON THE POLICE RADIO ALERT IS WOLVERINE'S. WE'RE NOT FAR BEHIND HIM!
FOLLOW ME IN THE CAR AS BEST YOU CAN, STAY CLOSE!
SCREEE!
MAKE A RIGHT AT THE CORNER-- THAT'LL PUT YOU ON A SERVICE ROAD RUNNING PARALLEL TO THE RAILYARD.
BUT, MISS-- I--!
DO AS I SAY, PRYDE!
AND IF YOU SO MUCH AS SMUDGE THE PAINT ON MY BEAUTY--!
DON'T SWEAT IT, LADY.
I ALREADY WISH YOU'D LEFT ME BACK WITH SHIGEMATSU.


DESPITE THE HOUR, THE STATION'S JUMPIN'--WITH BOTH LONG-HAUL AN' COMMUTER TRAINS, MOSTLY PASSENGER TRAFFIC, PLUS THE OCCASIONAL FREIGHT.
WE GO FROM ONE END O' THE YARD TO THE OTHER--
--EVERY WHICH WAY WE CAN...
...OVER...
..UNDER...
...AROUND AN' THROUGH.
NINJA'D RATHER RUN THAN FIGHT, BUT WHEN-EVER SHE LOOKS OVER HER SHOULDER, THERE I AM...
...TOO CLOSE BEHIND FOR HER TO SLACK HER PACE.
EVERY BODY HAS LIMITS.
ALL MY SENSES TELL ME I'M PUSHIN' THE KID CLOSE TO HERS.
THAT'S THE IDEA--TO CHASE HER TILL SHE DROPS. I WANT HER ALIVE--NOW MORE'N EVER.
< THERE HE IS! >
< HIS QUARRY'S HEADING FOR THE FENCE --I CAN CUT THEM OFF! >
MORE COSTUMED CRAZIES! MAYBE THEY'LL ALL KILL EACH OTHER AND I'LL FINALLY BE FREE OF THIS NIGHTMARE!
BUT--WHAT ABOUT KITTY?! I CAN'T ABANDON HER...
GOOD LORD--DON'T THEY SEE?!
THAT TRAIN!!


SHINKANSEN.
THE "BULLET TRAIN" --WITH A TOP SPEED OF OVER 200k, A HUNDRED-SIXTY MILES PER HOUR.
WE'VE REACHED A MAIN EXPRESS LINE, WHERE THE ENGINEERS ACCELERATE OUT OF TOKYO.
SUCKER AIN'T ROLLIN' AT ANYWHERE NEAR FULL THROTTLE.
TRAIN'S PRESSURE WAKE SCOOPS US UP...
...AN' BASHES US ALONG.
I MAKE SURE TO LAND ON MY FEET.
I S'POSE I'VE KNOWN THE TRUTH FROM THE MOMENT I SPOTTED HER SCENT-- I JUST DIDN'T WANT T' BELIEVE IT-- BUT I'VE GOT NO CHOICE...
BUT THAT'S A MOOT POINT...
...IF YOU HAPPEN T' BE IN THE WAY.

...NOW THAT I FINALLY SEE THE NINJA'S FACE.
KITTY?!?
THAT'S MY LAST MISTAKE.
NEXT
REBIRTH!

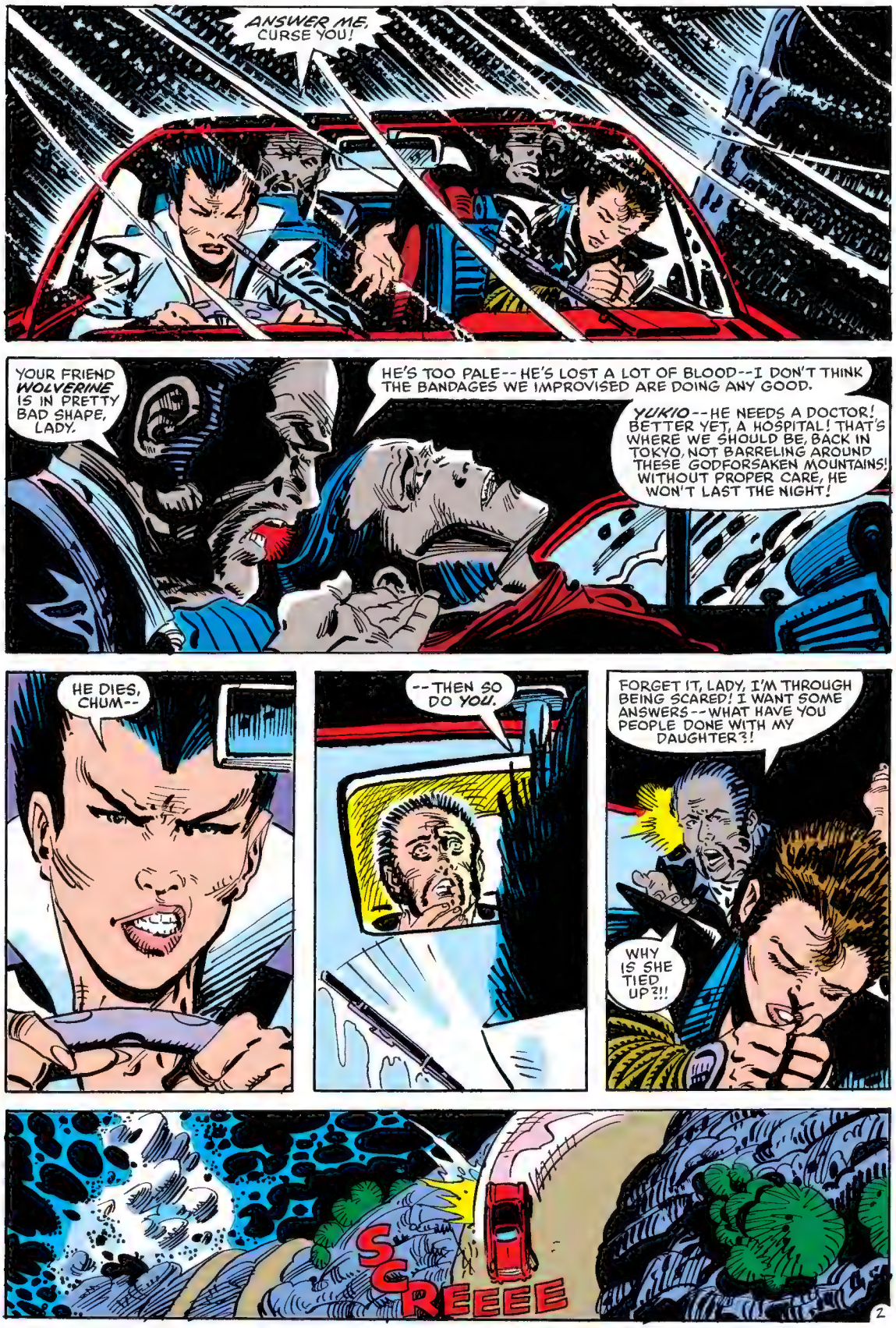

MARVEL
TM
75¢
4
FEB
02629
APPROVED BY THE COMICS CODE AUTHORITY
#4 IN A SIX-ISSUE LIMITED SERIES
Kitty Pryde
AND
WOLVERINE
MILGROM


WHERE ARE WE?!
WE'VE BEEN DRIVING FOR HOURS, WHERE ARE WE HEADED?!!
WHY ARE YOU GOING SO FAST?!
ON THIS LOUSY ROAD-- IN THIS STORM --YOU CRAZY WOMAN, YOU'LL KILL US ALL!!

Stan Lee PRESENTS

REBIRTH

CHRIS CLAREMONT WRITER	ALLEN MILGROM ARTIST	JOE ROSEN LETTERER
GLYNIS WEIN COLORIST	ANN NOCENTI EDITOR	JIM SHOOTER CHIEF


ANSWER ME, CURSE YOU!
YOUR FRIEND WOLVERINE IS IN PRETTY BAD SHAPE, LADY.
HE'S TOO PALE--HE'S LOST A LOT OF BLOOD--I DON'T THINK THE BANDAGES WE IMPROVISED ARE DOING ANY GOOD.
YUKIO--HE NEEDS A DOCTOR! BETTER YET, A HOSPITAL! THAT'S WHERE WE SHOULD BE, BACK IN TOKYO, NOT BARRELING AROUND THESE GODFORSAKEN MOUNTAINS! WITHOUT PROPER CARE, HE WON'T LAST THE NIGHT!
HE DIES, CHUM--
--THEN SO DO YOU.
FORGET IT, LADY, I'M THROUGH BEING SCARED! I WANT SOME ANSWERS--WHAT HAVE YOU PEOPLE DONE WITH MY DAUGHTER?!
WHY IS SHE TIED UP?!!
SCREEEE

I HAVE HAD ENOUGH OF YOU, PRYDE!
H-HEY!
YOUR ARROGANCE, YOUR STUPIDITY, YOUR FEAR--AND MOSTLY, YOUR MOUTH!
I WILL ENDURE NO MORE!
MORE THAN ONCE, YOU'VE MADE ME REGRET SAVING YOUR MISERABLE CARCASS. IF I DIDN'T NEED AN EXTRA PAIR OF HANDS, I'D HAVE DUMPED YOU LONG AGO--I MAY DO SO YET!
YOU'VE PUSHED ME TO MY LIMIT, GAIJIN, SO DO AS YOU'RE TOLD -- WITHOUT QUESTION OR COMPLAINT--
WHOWWNFF!
--OR ELSE!
DO I MAKE MYSELF CLEAR?
Y-YES.
GET IN THE CAR.
SHE MEANS IT--SHE'D REALLY KILL ME--KITTY?!?
WHAT ARE YOU DOING, GIRL--COME BACK HERE!
BLAST! STAY WITH WOLVERINE, PRYDE!
<THE DRUGS SHOULD HAVE KEPT THE CHILD OUT FOR HOURS! HER ACCURSED MUTANT METABOLISM BURNED THEM OUT OF HER SYSTEM FAR FASTER THAN I ANTICIPATED.*
<SHE MUST HAVE PHASED OUT OF HER BONDS AND THE CAR.>
*TRANSLATED FROM THE JAPANESE -- ANNN.
<I'M IN LUCK. SHE'S ONLY JUST RECOVERED, BY THE LOOK OF IT.>
<SHE CAN BARELY STAND, MUCH LESS RUN OR FIGHT. THAT MAKES THE ODDS EVEN.>

< I DON'T WANT TO HURT HER.>
"< EVEN AFTER WHAT SHE DID TO MY BELOVED LOGAN-CHAN.
< THAT WASN'T HER FAULT.>
< IF ANYONE'S TO BLAME, IT'S HER IDIOT FATHER!>
"< AND THE RENEGADE RONIN, OGÜN, WHO POSSESSED HER.>
>AIOWW!<
< GROGGY AS SHE IS, THE GIRL'S AS QUICK AS HER NAMESAKE.>
< AND SHE FIGHTS WITH OGÜN'S SKILL.>
GOOD LORD!
KITTY--CHILD --WHAT HAVE YOU DONE!?!

〈FORGIVE ME, LITTLE ONE.〉
〈YOU ARE A FOOL, YUKIO. YOUR SKILL IS NO MATCH FOR MINE!〉
〈KITTY'S VOICE--BUT OGUN'S WORDS, AND HE'S RIGHT--OR WOULD BE...〉

"〈...IF I FOUGHT FAIR.〉"
"〈THEN, AS NOW, I HAD ONLY SECONDS TO ACT. THE SLIGHTEST WARNING AND KITTY WOULD HAVE **PHASED** THROUGH MY SPIKES LIKE A GHOST. I'D NEVER HAVE CAUGHT HER.〉"

〈I'M KNOWN AS THE **WILD ONE.**〉
〈THAT MEANS I DO THE CRAZIEST THINGS SOMETIMES--LIKE LEAPING OFF A CLIFF INTO THE TEETH OF A HOWLING GALE...〉

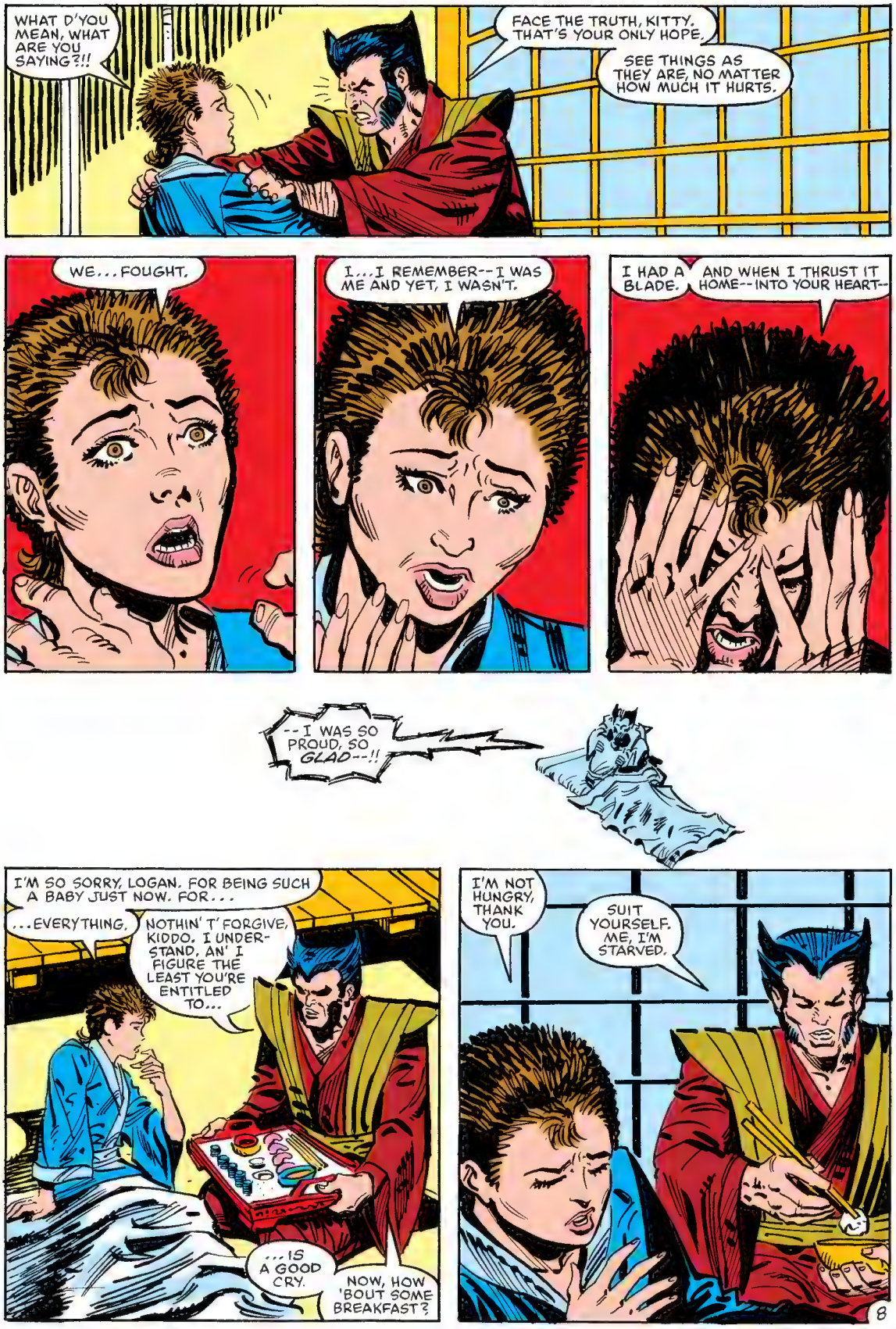
CHOKUHOKUHOKUHOK

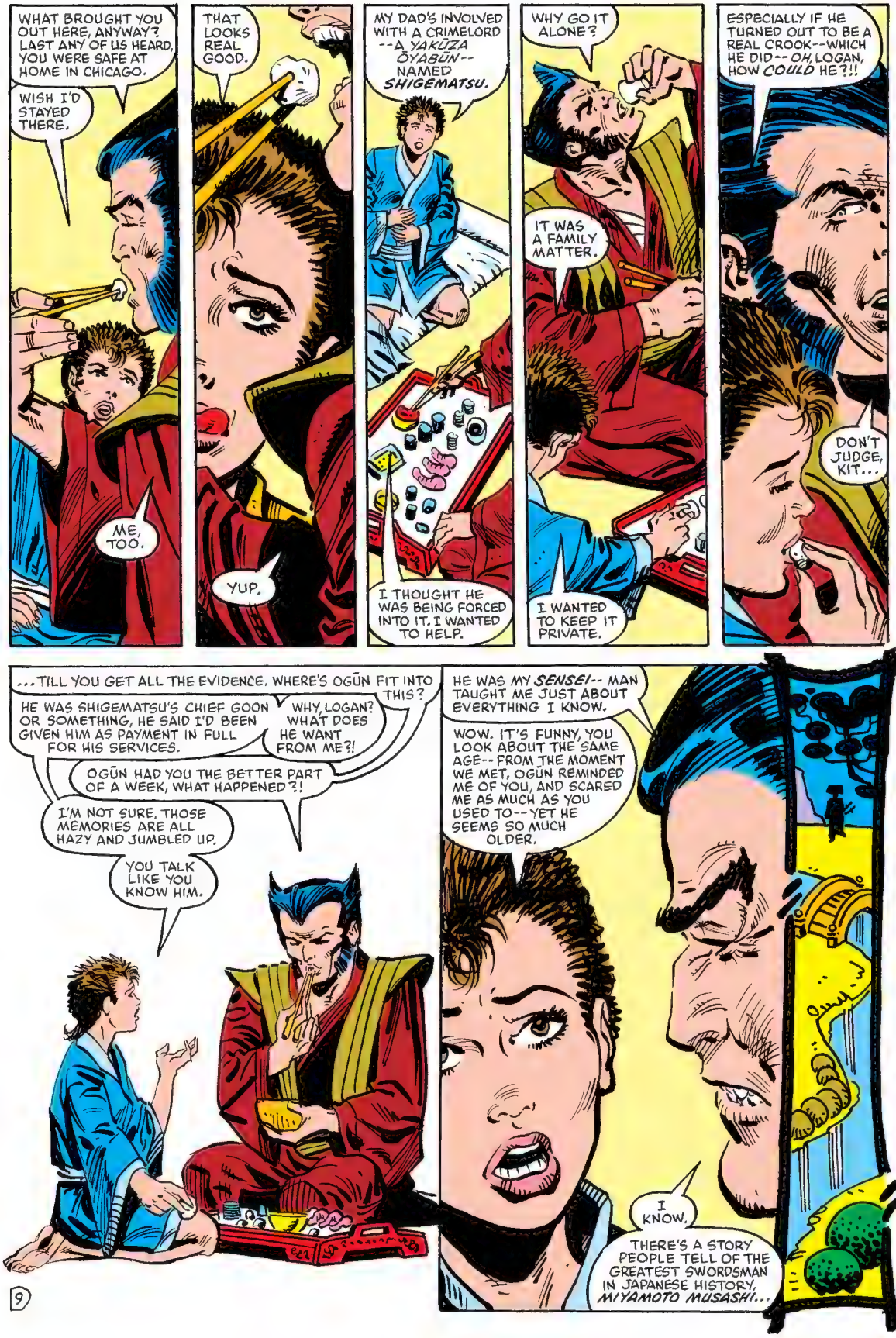
〈...GAMBLING THAT THE WIND WILL PUSH ME BACK TO SOLID GROUND.〉
KRAK!

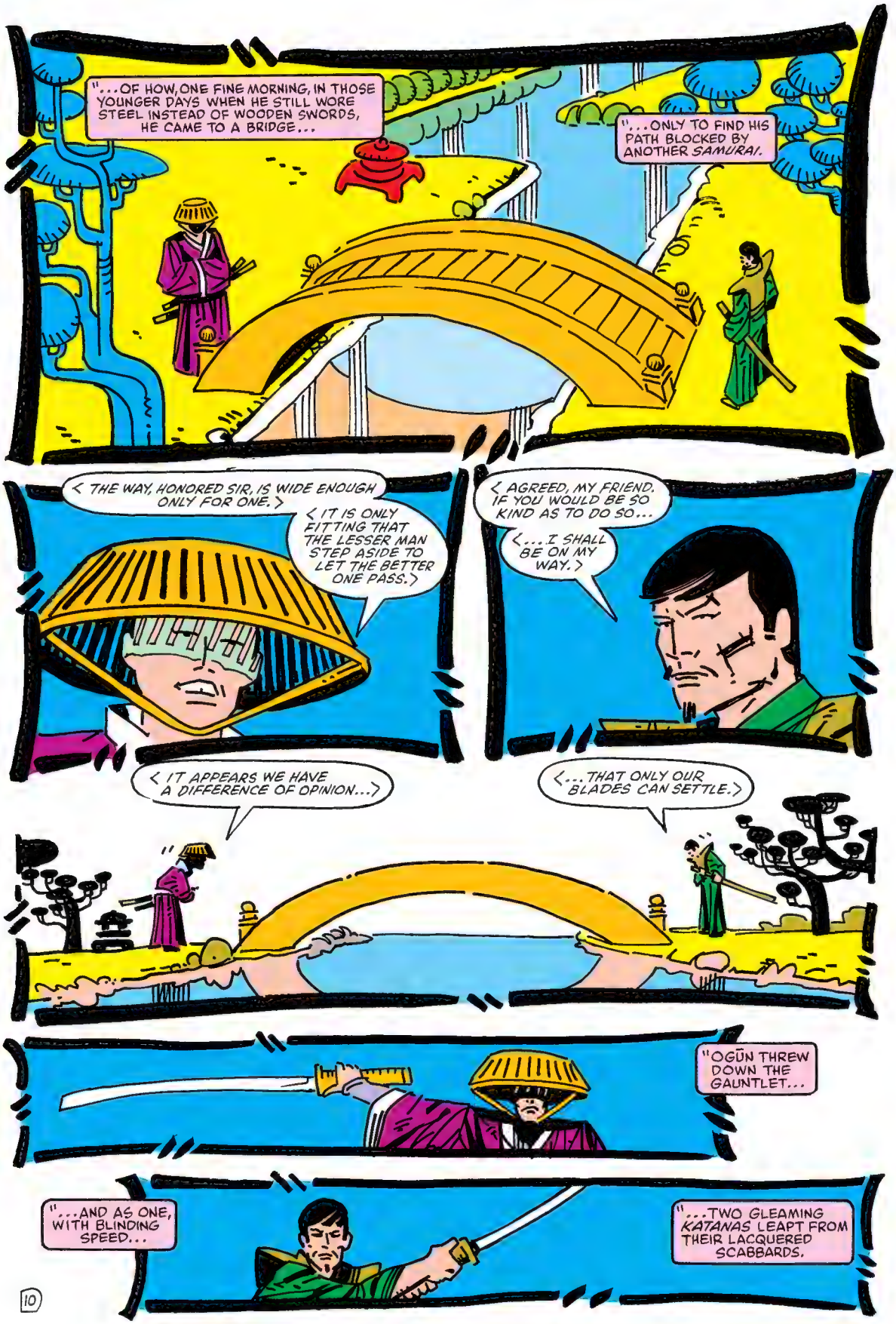
"〈MY SPIKES WERE COATED WITH A POWERFUL SEDATIVE. SHE WAS UNCONSCIOUS BEFORE SHE HIT THE GROUND.〉"

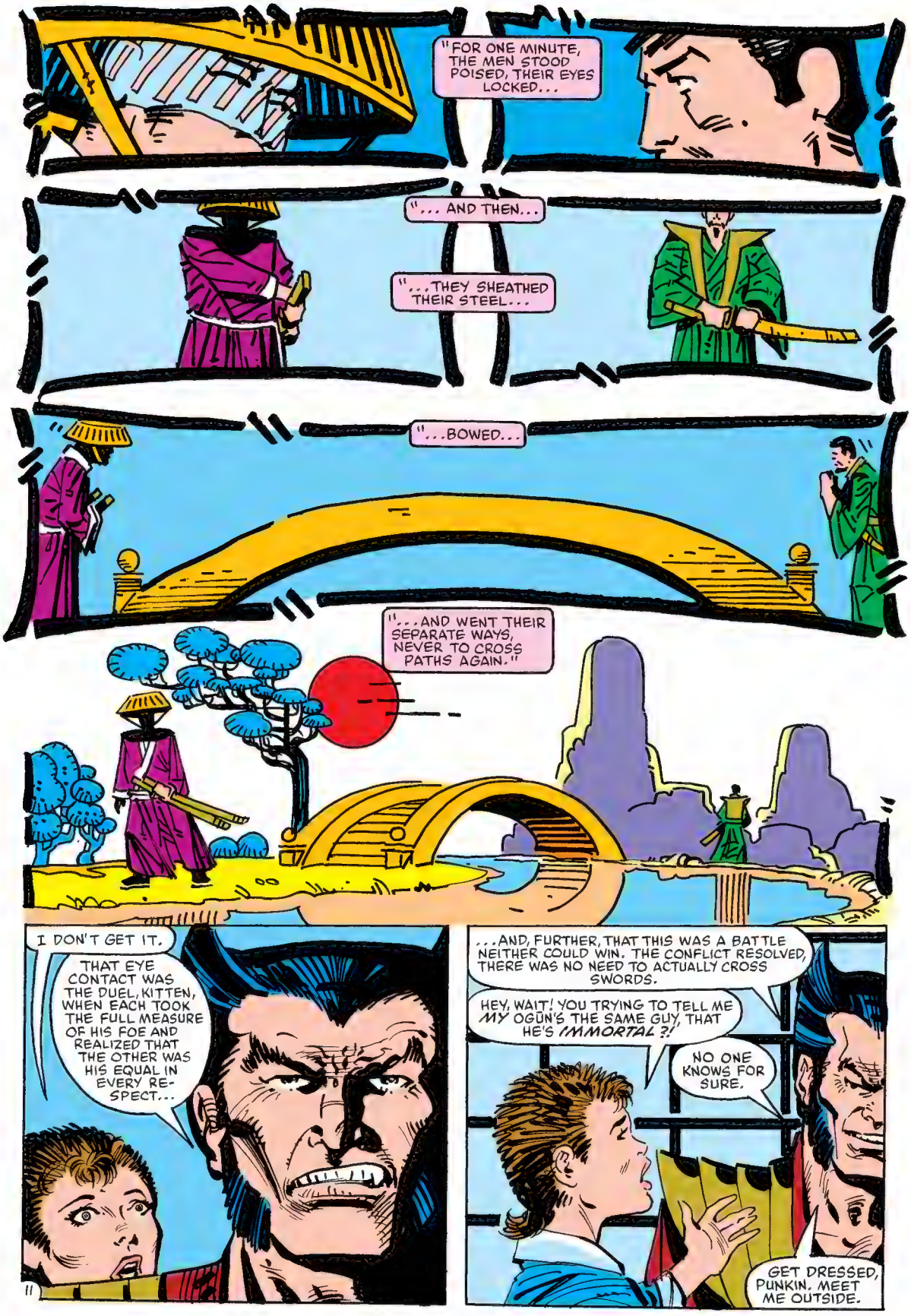
< I WONDER, WHICH IS THE TRUE MERCY-- TO HAVE SPARED HER LIFE, AS I DID THEN...>
≠ WHOULFF!≠
<...OR TO HAVE TAKEN IT...>
<...AND, PERHAPS, PUT HER OUT OF HER MISERY.>
< I'VE HEARD STORIES OF THIS SORT OF NINJITSU MAGIC. IT'S SAID THAT A SOUL, ONCE TAINTED BY IT...>
<...CAN NEVER AGAIN BE FREE.>
OUSANMYAKU-- THE MOUNTAIN SPINE OF NORTHERN HONSHU, ITSELF THE MAIN ISLAND OF JAPAN--
--SINCE TIME IMMEMORIAL, THE STRONG-HOLD OF CLAN YASHIDA.
IT'S WHERE I RECOVERED...
I'LL TAKE MY DAUGHTER.
I HAVE HER.
...DURING MY LAST TRIP.
WOLVERINE! YOU'RE-- ALIVE!?!
YUP!
LET ME HELP.
I CAN MANAGE.
I'M WOLVERINE. THIS IS MY STORY.

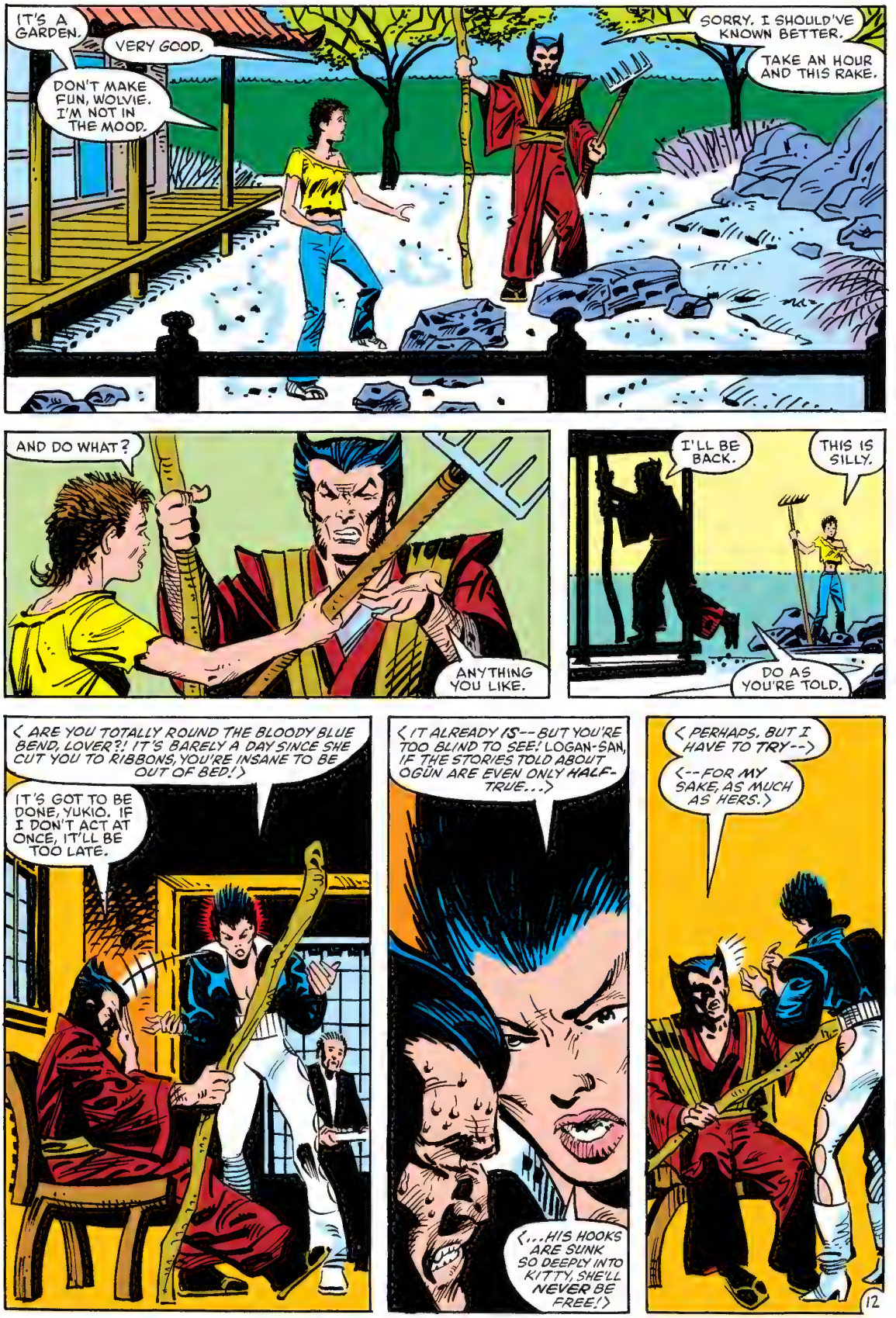
SHE DREAMS...
...OF OGŪN-- WHO IS BOTH MAN...
...AND DEMON.
WHO TAKES HER INNOCENT SOUL AND RESHAPES IT INTO HIS OWN TWISTED IMAGE.
SHE'S BEEN BOTH MUTANT AND X-MAN-- LIKE ME--AND NOW SHE IS NINJA, THE DEADLIEST OF KILLERS.
NO.
NO!
MORNIN'.
WOLVIE...?
WOLVERINE!!!
HOW YA DOIN', PUNKIN?
I'M GREAT, I'M WONDERFUL, THIS IS THE HAPPIEST DAY OF MY LIFE!!
OH, LOGAN, HAVE I GOT A STORY TO TELL, THE MOST AWFUL OF NIGHT-MARES--IT SEEMED SO REAL!
IT WAS, KIDDO.
EASE OFF A LITTLE, WILLYA? I'M FEELIN' A BIT TENDER.

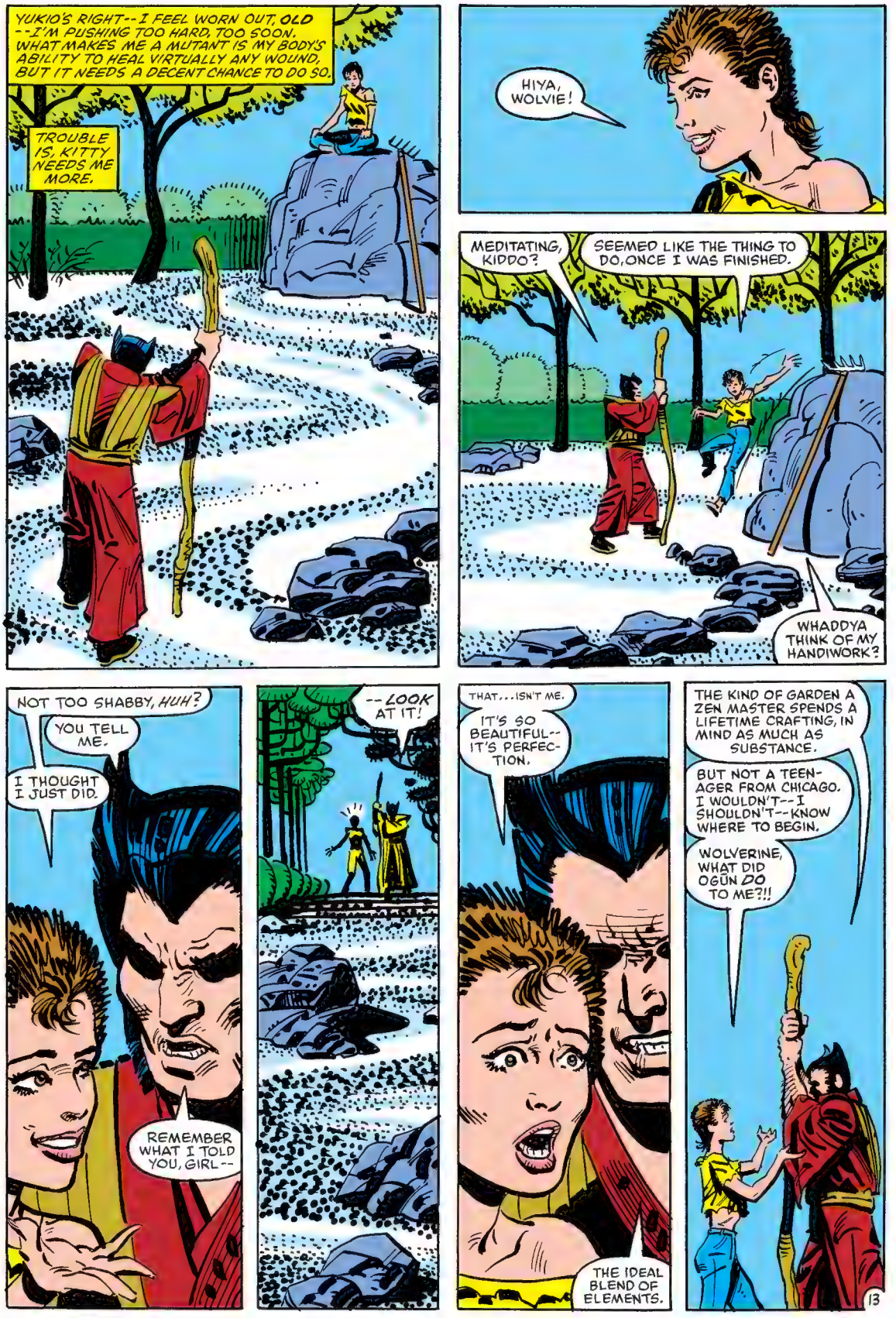

WHAT D'YOU MEAN, WHAT ARE YOU SAYING?!!
FACE THE TRUTH, KITTY. THAT'S YOUR ONLY HOPE.
SEE THINGS AS THEY ARE, NO MATTER HOW MUCH IT HURTS.
WE... FOUGHT.
I... I REMEMBER--I WAS ME AND YET, I WASN'T.
I HAD A BLADE.
AND WHEN I THRUST IT HOME--INTO YOUR HEART--
--I WAS SO PROUD, SO GLAD--!!
I'M SO SORRY, LOGAN. FOR BEING SUCH A BABY JUST NOW. FOR...
...EVERYTHING.
NOTHIN' T' FORGIVE, KIDDO. I UNDERSTAND, AN' I FIGURE THE LEAST YOU'RE ENTITLED TO...
...IS A GOOD CRY.
NOW, HOW 'BOUT SOME BREAKFAST?
I'M NOT HUNGRY, THANK YOU.
SUIT YOURSELF. ME, I'M STARVED.

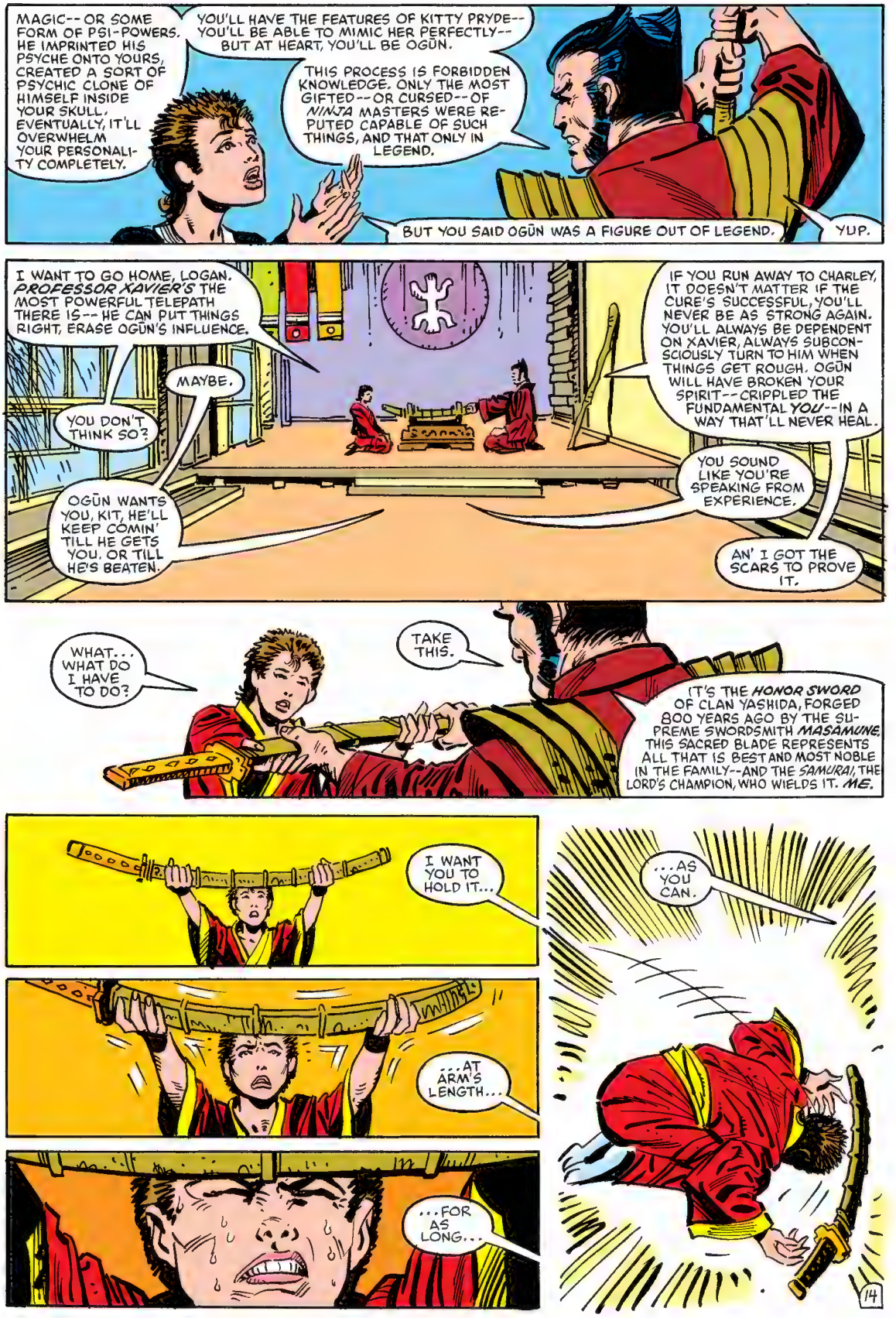

WHAT BROUGHT YOU OUT HERE, ANYWAY? LAST ANY OF US HEARD, YOU WERE SAFE AT HOME IN CHICAGO.
WISH I'D STAYED THERE.
ME, TOO.
THAT LOOKS REAL GOOD.
YUP.
MY DAD'S INVOLVED WITH A CRIMELORD --A YAKUZA OYABUN-- NAMED SHIGEMATSU.
I THOUGHT HE WAS BEING FORCED INTO IT. I WANTED TO HELP.
WHY GO IT ALONE?
IT WAS A FAMILY MATTER.
I WANTED TO KEEP IT PRIVATE.
ESPECIALLY IF HE TURNED OUT TO BE A REAL CROOK--WHICH HE DID--OH, LOGAN, HOW COULD HE?!!
DON'T JUDGE, KIT...
...TILL YOU GET ALL THE EVIDENCE. WHERE'S OGUN FIT INTO THIS?
HE WAS SHIGEMATSU'S CHIEF GOON OR SOMETHING, HE SAID I'D BEEN GIVEN HIM AS PAYMENT IN FULL FOR HIS SERVICES.
WHY, LOGAN? WHAT DOES HE WANT FROM ME?!
OGUN HAD YOU THE BETTER PART OF A WEEK, WHAT HAPPENED?!
I'M NOT SURE, THOSE MEMORIES ARE ALL HAZY AND JUMBLED UP.
YOU TALK LIKE YOU KNOW HIM.
HE WAS MY SENSEI-- MAN TAUGHT ME JUST ABOUT EVERYTHING I KNOW.
WOW. IT'S FUNNY, YOU LOOK ABOUT THE SAME AGE-- FROM THE MOMENT WE MET, OGUN REMINDED ME OF YOU, AND SCARED ME AS MUCH AS YOU USED TO--YET HE SEEMS SO MUCH OLDER.
I KNOW.
THERE'S A STORY PEOPLE TELL OF THE GREATEST SWORDSMAN IN JAPANESE HISTORY, MIYAMOTO MUSASHI...

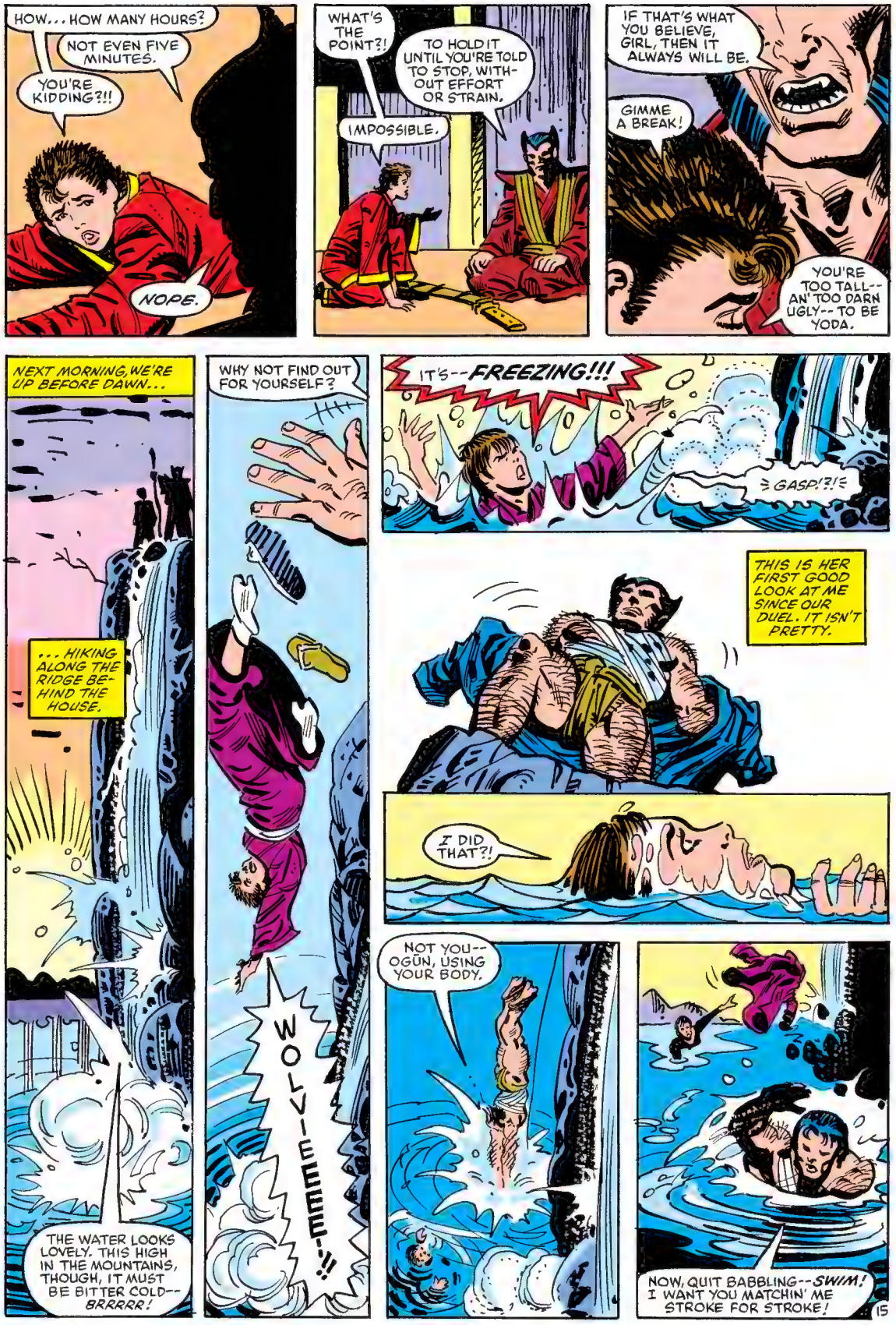

"...OF HOW, ONE FINE MORNING, IN THOSE YOUNGER DAYS WHEN HE STILL WORE STEEL INSTEAD OF WOODEN SWORDS, HE CAME TO A BRIDGE...
"...ONLY TO FIND HIS PATH BLOCKED BY ANOTHER SAMURAI.
< THE WAY, HONORED SIR, IS WIDE ENOUGH ONLY FOR ONE. >
< IT IS ONLY FITTING THAT THE LESSER MAN STEP ASIDE TO LET THE BETTER ONE PASS. >
< AGREED, MY FRIEND. IF YOU WOULD BE SO KIND AS TO DO SO...
<...I SHALL BE ON MY WAY. >
< IT APPEARS WE HAVE A DIFFERENCE OF OPINION...>
<...THAT ONLY OUR BLADES CAN SETTLE.>
"OGŪN THREW DOWN THE GAUNTLET...
"...AND AS ONE, WITH BLINDING SPEED...
"...TWO GLEAMING KATANAS LEAPT FROM THEIR LACQUERED SCABBARDS.


"FOR ONE MINUTE, THE MEN STOOD POISED, THEIR EYES LOCKED...
"... AND THEN...
"...THEY SHEATHED THEIR STEEL...
"...BOWED...
"...AND WENT THEIR SEPARATE WAYS, NEVER TO CROSS PATHS AGAIN."
I DON'T GET IT.
THAT EYE CONTACT WAS THE DUEL, KITTEN, WHEN EACH TOOK THE FULL MEASURE OF HIS FOE AND REALIZED THAT THE OTHER WAS HIS EQUAL IN EVERY RESPECT...
...AND, FURTHER, THAT THIS WAS A BATTLE NEITHER COULD WIN. THE CONFLICT RESOLVED, THERE WAS NO NEED TO ACTUALLY CROSS SWORDS.
HEY, WAIT! YOU TRYING TO TELL ME MY OGUN'S THE SAME GUY, THAT HE'S IMMORTAL?!
NO ONE KNOWS FOR SURE.
GET DRESSED, PUNKIN. MEET ME OUTSIDE.


IT'S A GARDEN.
VERY GOOD.
DON'T MAKE FUN, WOLVIE. I'M NOT IN THE MOOD.
SORRY. I SHOULD'VE KNOWN BETTER.
TAKE AN HOUR AND THIS RAKE.
AND DO WHAT?
ANYTHING YOU LIKE.
I'LL BE BACK.
THIS IS SILLY.
DO AS YOU'RE TOLD.
< ARE YOU TOTALLY ROUND THE BLOODY BLUE BEND, LOVER?! IT'S BARELY A DAY SINCE SHE CUT YOU TO RIBBONS, YOU'RE INSANE TO BE OUT OF BED! >
IT'S GOT TO BE DONE, YUKIO. IF I DON'T ACT AT ONCE, IT'LL BE TOO LATE.
< IT ALREADY IS -- BUT YOU'RE TOO BLIND TO SEE! LOGAN-SAN, IF THE STORIES TOLD ABOUT OGÛN ARE EVEN ONLY HALF-TRUE... >
< ...HIS HOOKS ARE SUNK SO DEEPLY INTO KITTY, SHE'LL NEVER BE FREE! >
< PERHAPS, BUT I HAVE TO TRY -- >
< -- FOR MY SAKE, AS MUCH AS HERS. >
12


YUKIO'S RIGHT--I FEEL WORN OUT, OLD --I'M PUSHING TOO HARD, TOO SOON. WHAT MAKES ME A MUTANT IS MY BODY'S ABILITY TO HEAL VIRTUALLY ANY WOUND, BUT IT NEEDS A DECENT CHANCE TO DO SO.
TROUBLE IS, KITTY NEEDS ME MORE.
HIYA, WOLVIE!
MEDITATING, KIDDO?
SEEMED LIKE THE THING TO DO, ONCE I WAS FINISHED.
WHADDYA THINK OF MY HANDIWORK?
NOT TOO SHABBY, HUH?
YOU TELL ME.
I THOUGHT I JUST DID.
REMEMBER WHAT I TOLD YOU, GIRL--
--LOOK AT IT!
THAT...ISN'T ME.
IT'S SO BEAUTIFUL--IT'S PERFECTION.
THE IDEAL BLEND OF ELEMENTS.
THE KIND OF GARDEN A ZEN MASTER SPENDS A LIFETIME CRAFTING, IN MIND AS MUCH AS SUBSTANCE.
BUT NOT A TEENAGER FROM CHICAGO. I WOULDN'T--I SHOULDN'T--KNOW WHERE TO BEGIN.
WOLVERINE, WHAT DID OGÚN DO TO ME?!!


MAGIC-- OR SOME FORM OF PSI-POWERS. HE IMPRINTED HIS PSYCHE ONTO YOURS, CREATED A SORT OF PSYCHIC CLONE OF HIMSELF INSIDE YOUR SKULL. EVENTUALLY, IT'LL OVERWHELM YOUR PERSONALITY COMPLETELY.
YOU'LL HAVE THE FEATURES OF KITTY PRYDE-- YOU'LL BE ABLE TO MIMIC HER PERFECTLY-- BUT AT HEART, YOU'LL BE OGÛN.
THIS PROCESS IS FORBIDDEN KNOWLEDGE. ONLY THE MOST GIFTED--OR CURSED--OF *NINJA* MASTERS WERE REPUTED CAPABLE OF SUCH THINGS, AND THAT ONLY IN LEGEND.
BUT YOU SAID OGÛN WAS A FIGURE OUT OF LEGEND.
YUP.
I WANT TO GO HOME, LOGAN. *PROFESSOR XAVIER'S* THE MOST POWERFUL TELEPATH THERE IS-- HE CAN PUT THINGS RIGHT, ERASE OGÛN'S INFLUENCE.
MAYBE.
YOU DON'T THINK SO?
OGÛN WANTS YOU, KIT, HE'LL KEEP COMIN' TILL HE GETS YOU, OR TILL HE'S BEATEN.
IF YOU RUN AWAY TO CHARLEY, IT DOESN'T MATTER IF THE CURE'S SUCCESSFUL, YOU'LL NEVER BE AS STRONG AGAIN. YOU'LL ALWAYS BE DEPENDENT ON XAVIER, ALWAYS SUBCONSCIOUSLY TURN TO HIM WHEN THINGS GET ROUGH. OGÛN WILL HAVE BROKEN YOUR SPIRIT--CRIPPLED THE FUNDAMENTAL *YOU*--IN A WAY THAT'LL NEVER HEAL.
YOU SOUND LIKE YOU'RE SPEAKING FROM EXPERIENCE.
AN' I GOT THE SCARS TO PROVE IT.
WHAT... WHAT DO I HAVE TO DO?
TAKE THIS.
IT'S THE *HONOR SWORD* OF CLAN YASHIDA, FORGED 800 YEARS AGO BY THE SUPREME SWORDSMITH *MASAMUNE*. THIS SACRED BLADE REPRESENTS ALL THAT IS BEST AND MOST NOBLE IN THE FAMILY--AND THE *SAMURAI*, THE LORD'S CHAMPION, WHO WIELDS IT. *ME*.
I WANT YOU TO HOLD IT...
...AT ARM'S LENGTH...
...FOR AS LONG...
...AS YOU CAN.
14


HOW... HOW MANY HOURS?
NOT EVEN FIVE MINUTES.
YOU'RE KIDDING?!!
NOPE.
WHAT'S THE POINT?!
TO HOLD IT UNTIL YOU'RE TOLD TO STOP, WITHOUT EFFORT OR STRAIN.
IMPOSSIBLE.
IF THAT'S WHAT YOU BELIEVE, GIRL, THEN IT ALWAYS WILL BE.
GIMME A BREAK!
YOU'RE TOO TALL-- AN' TOO DARN UGLY-- TO BE YODA.
NEXT MORNING, WE'RE UP BEFORE DAWN...
... HIKING ALONG THE RIDGE BEHIND THE HOUSE.
THE WATER LOOKS LOVELY. THIS HIGH IN THE MOUNTAINS, THOUGH, IT MUST BE BITTER COLD-- BRRRRR!
WHY NOT FIND OUT FOR YOURSELF?
WOLVIEEEEE!!!
IT'S--FREEZING!!!
GASP!?!
THIS IS HER FIRST GOOD LOOK AT ME SINCE OUR DUEL. IT ISN'T PRETTY.
I DID THAT?!
NOT YOU-- OGÛN, USING YOUR BODY.
NOW, QUIT BABBLING--SWIM! I WANT YOU MATCHIN' ME STROKE FOR STROKE!

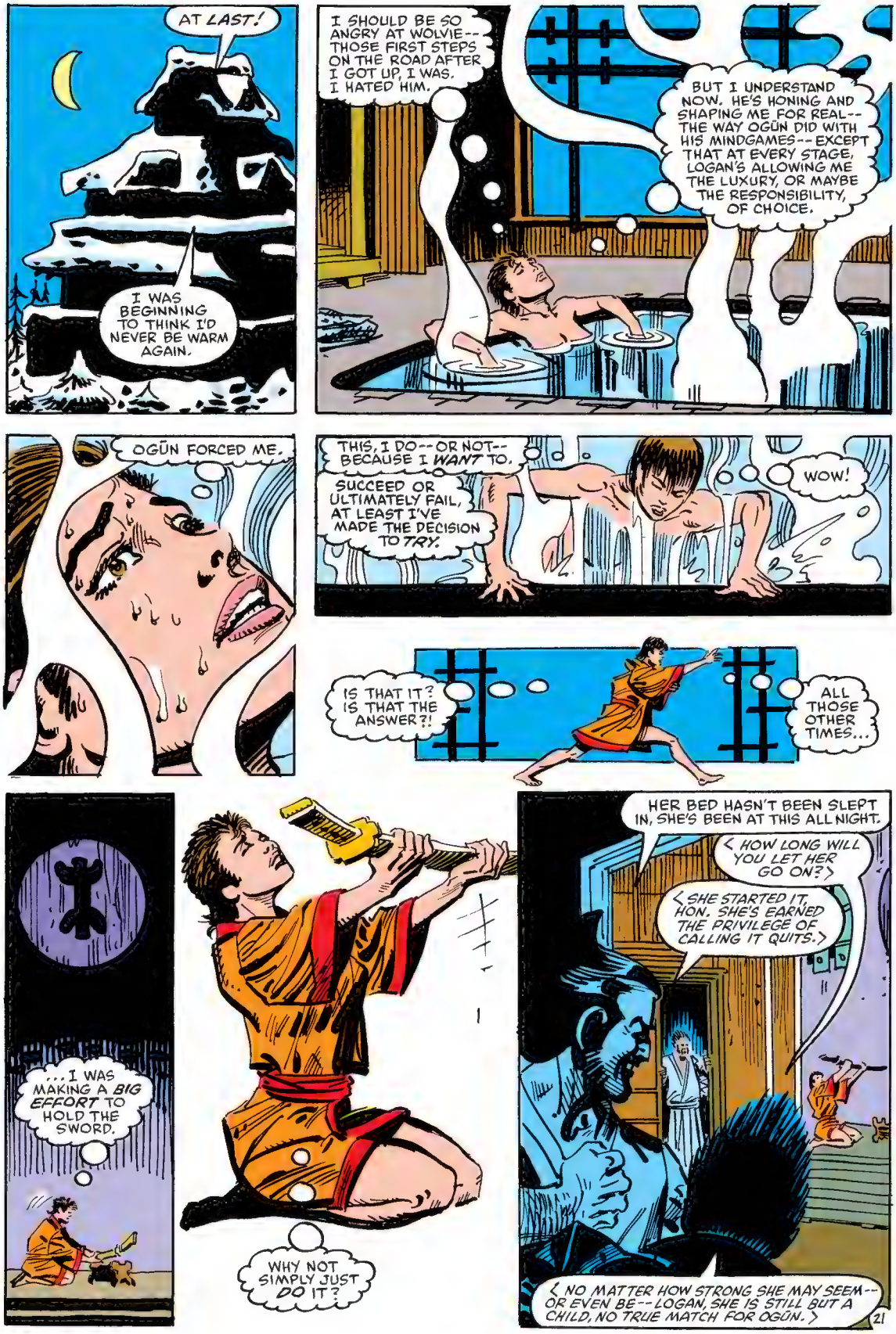
DAYS PASS.
WE BOTH GROW STRONGER-- KITTY STOPS HAVING NIGHTMARES ABOUT OGÚN, OR AT LEAST STOPS TELLIN' ME ABOUT 'EM--
--BUT THERE'S STILL A LONG WAY TO GO.
TRY AS THE KID MIGHT...
...AS HARD AS SHE CAN...
...SHE CAN'T HOLD THE SWORD.
I WONDER IF SHE EVER WILL.
MAYBE YUKIO WAS RIGHT. BUT IF SHE IS, WHAT THEN? I WON'T LET OGÚN HAVE HER.
< LOGAN-- A PHONE CALL, FROM AMERICA, PROFESSOR XAVIER. >
HIYA, CHARLEY.
I WAS WONDERIN' WHEN YOU'D TRACK US DOWN. I ASSUME THIS ISN'T A SOCIAL CALL.
NO, WE HAVEN'T BEEN EASY TO FIND, THAT'S DELIBERATE.
NO, I WON'T EXPLAIN. THIS IS A PRIVATE MATTER.
I'LL RESPECT YOUR JUDGEMENT, WOLVERINE-- FOR THE PRESENT.
HOWEVER, THERE HAVE BEEN SOME SERIOUS DEVELOPMENTS HERE, INVOLVING BOTH THE X-MEN AND YOUR FORMER COLLEAGUES IN ALPHA FLIGHT.
STORM HAS BEEN AMBUSHED BY FEDERAL AGENTS. SHE WAS STRUCK BY SOME FORM OF ENERGY WEAPON*--IT STRIPPED HER OF ALL HER POWERS, I FEAR PERMANENTLY.
*IN X-MEN #185-- ANNN.

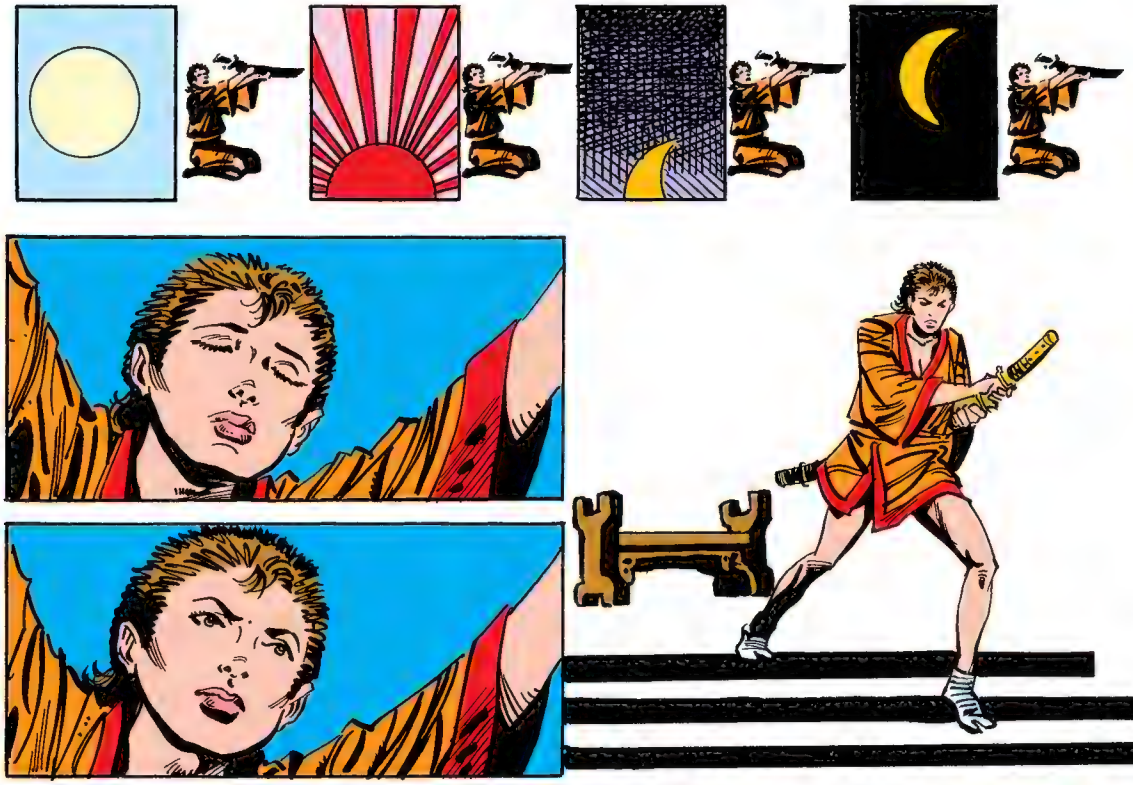
I FEAR THE NEWS FROM CANADA IS FAR WORSE.
YOUR FRIEND JAMES MacDONALD HUDSON-- GUARDIAN-- IS DEAD--
SNIKT!
THERE WERE DETAILS.
I HARDLY HEARD 'EM.
CLICK!
I WAS LITTLE MORE'N AN ANIMAL WHEN JAMIE FOUND ME.
I OWE HIM MY LIFE.
MY HUMANITY.
HE WAS LIKE MY BROTHER--
--BUT HE'S DEAD.
I CAN'T DO ANYTHING FOR HIM-- OR STORM--AND IF I LEAVE, I'LL LOSE KITTY, TOO.
I DON'T LIKE IT, BUT I GOT NO CHOICE.
DOESN'T MAKE ME HURT ANY LESS-- AS I HOWL TILL MY VOICE CRACKS AN' MY EYES BURN HOT WITH TEARS.

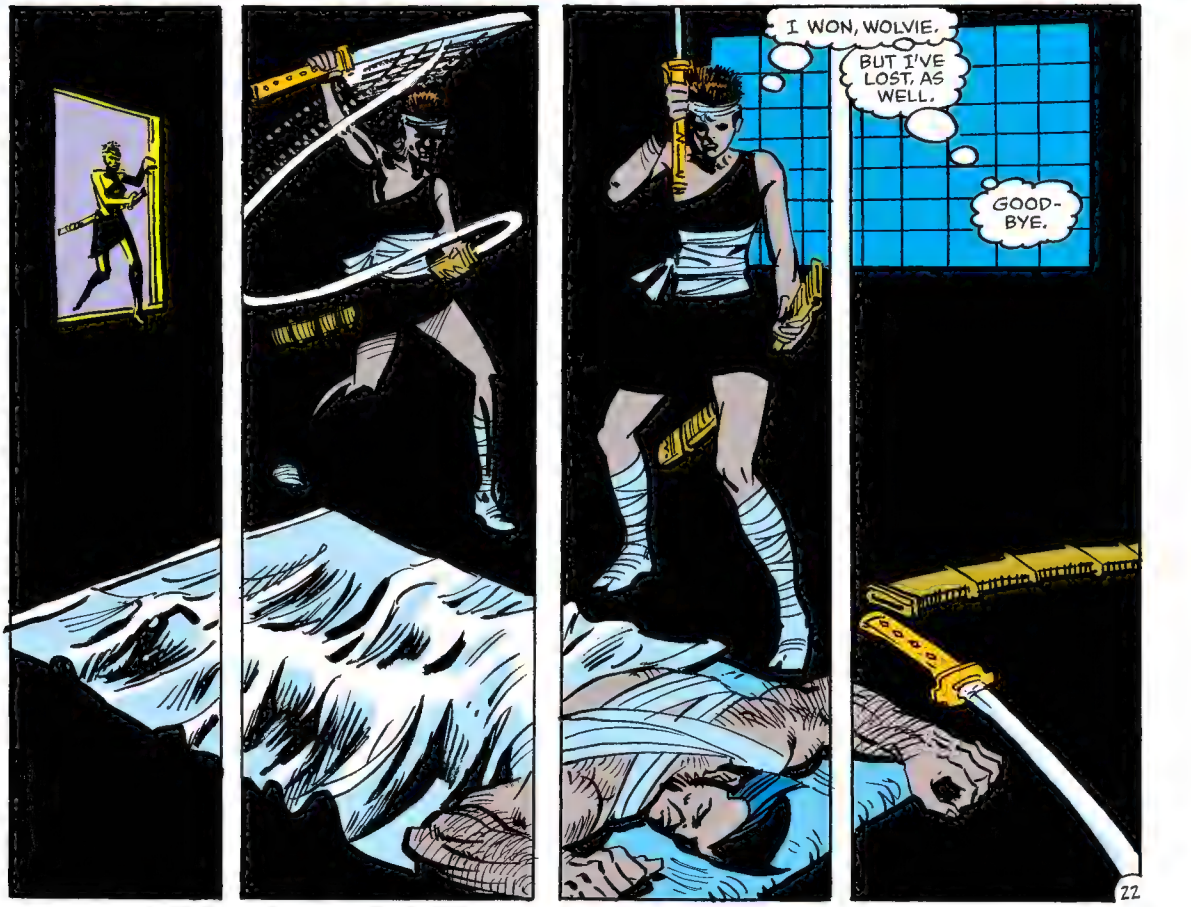
WOLVIE, I HEARD-- I'M SORRY FOR...
CHANGE THE SUBJECT, KID,
I CRIED, TOO, Y'KNOW. STORM WAS MY FRIEND!
SHE'S TOUGH, SHE'LL SURVIVE-- YOU DO THE SAME.
SOME WEATHER, HUH? YUKIO SAYS IT'S SNOWING ALL OVER THE WORLD--SOME SORT'A MAGIC THING INVOLVING THOR.*
*THE CASKET OF ANCIENT WINTERS--SEE RECENT ISSUES OF THOR FOR DETAILS-- ANN.
IT'S AWFUL COLD--SNOWING HARDER, TOO--MAYBE WE BETTER HEAD BACK?
ROAD'LL TAKE US HOME EVENTUALLY.
YEAH, SO LONG AS WE CAN SEE IT.
WHY AM I DOING THIS, ANYWAY? TRAINING FOR THE NEXT OLYMPICS?
STRONGER THE BODY, STRONGER THE MIND AN' SPIRIT. OGÜN CAUGHT YOU WHEN YOU WERE SICK AN' WEAK. TO GIVE YOURSELF EVEN A PRAYER AGAINST HIM YOU GOTTA BE IN TOP SHAPE--THE BEST YOU'VE EVER BEEN.
SUPPOSE, EVEN AFTER ALL THAT, I LOSE?
IF YOU GOT BREATH TO TALK, WE AIN'T RUNNIN' FAST ENOUGH.
SLAVE-DRIVER!
YOU CAN QUIT ANY-TIME, GIRL, IT'S NOTHIN' TO ME.
BA--AIOWWW!!
GIMME...A HAND.
YOU GOT TWO O'YOUR OWN.
MY ANKLE'S TWISTED-- WOLVIE, I'M HURT!
NO, YOU'RE NOT.
HELP ME!
HELP YOURSELF!
18

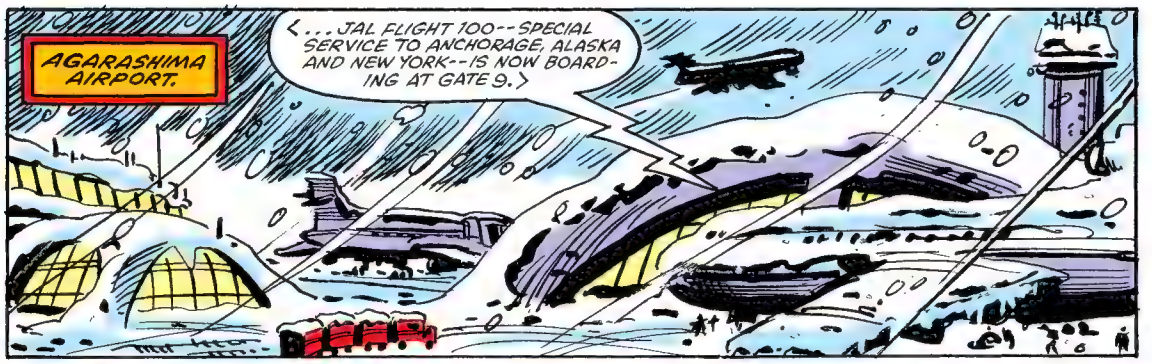
I TRIED, I REALLY TRIED. I'M TRYING NOW-- BUT I CAN'T GO ON.
THEN DON'T.
I'LL FREEZE HERE, LOGAN, I'LL DIE!
THEN GET UP.
I CAN'T!
YOU WON'T.
YOUR CHOICE, GIRL. LIVE OR DIE, STRUGGLE OR SURRENDER.
MAYBE IT'S BETTER THIS WAY-- JUST CLOSE YOUR EYES AND GO TO SLEEP-- A QUICK, CLEAN FINISH RATHER THAN A LIFE-TIME SPENT SCARED STIFF THAT OGUN'LL COME TO CLAIM YOU.
IT ISN'T FAIR!
NEVER IS.
NOT FOR STORM, NOT FOR JAMIE-- WHAT MADE YOU THINK THINGS'D BE DIFFERENT FOR YOU?
THE TRICK IS TAKING THE HAND YOU'RE DEALT AN' WINNING ANYWAY. IT'S A DECISION ONLY YOU CAN MAKE, KATHERINE, THE MOST IMPORTANT YOU'LL EVER FACE...
...THE ONLY ONE THAT MATTERS.
WOLVERINE!!!
PLEASE!

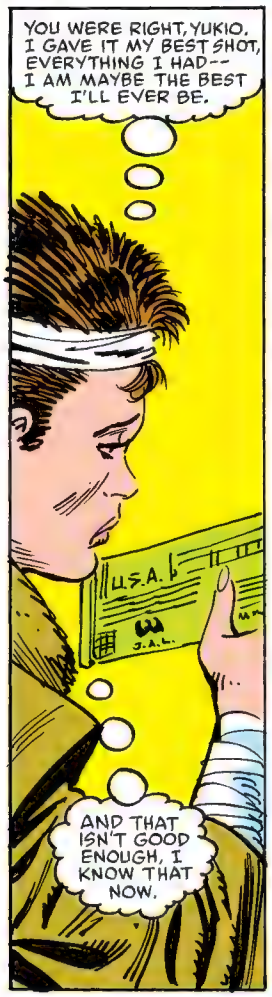
WHERE'S KITTY?! WHERE'S MY DAUGHTER?!!
SHE FELL.
AND YOU LEFT HER?!
YOU MISERABLE--! IN THIS BLIZZARD, SHE'LL DIE!!
< A HARSH DECISION, MY LOVE. >
I'LL GET THE SNO-CAT, PRYDE. BE CALM, WE'LL FIND HER.
I APPRECIATE THE THOUGHT, YUKIO...
... BUT THAT WON'T BE NECESSARY.


AT LAST!
I WAS BEGINNING TO THINK I'D NEVER BE WARM AGAIN.
I SHOULD BE SO ANGRY AT WOLVIE-- THOSE FIRST STEPS ON THE ROAD AFTER I GOT UP, I WAS. I HATED HIM.
BUT I UNDERSTAND NOW. HE'S HONING AND SHAPING ME FOR REAL-- THE WAY OGÜN DID WITH HIS MINDGAMES-- EXCEPT THAT AT EVERY STAGE, LOGAN'S ALLOWING ME THE LUXURY, OR MAYBE THE RESPONSIBILITY, OF CHOICE.
OGÜN FORCED ME.
THIS, I DO-- OR NOT-- BECAUSE I WANT TO.
SUCCEED OR ULTIMATELY FAIL, AT LEAST I'VE MADE THE DECISION TO TRY.
WOW!
IS THAT IT? IS THAT THE ANSWER?!
ALL THOSE OTHER TIMES...
...I WAS MAKING A BIG EFFORT TO HOLD THE SWORD.
WHY NOT SIMPLY JUST DO IT?
HER BED HASN'T BEEN SLEPT IN, SHE'S BEEN AT THIS ALL NIGHT.
< HOW LONG WILL YOU LET HER GO ON? >
< SHE STARTED IT, HON. SHE'S EARNED THE PRIVILEGE OF CALLING IT QUITS. >
< NO MATTER HOW STRONG SHE MAY SEEM-- OR EVEN BE-- LOGAN, SHE IS STILL BUT A CHILD, NO TRUE MATCH FOR OGÜN. >
21



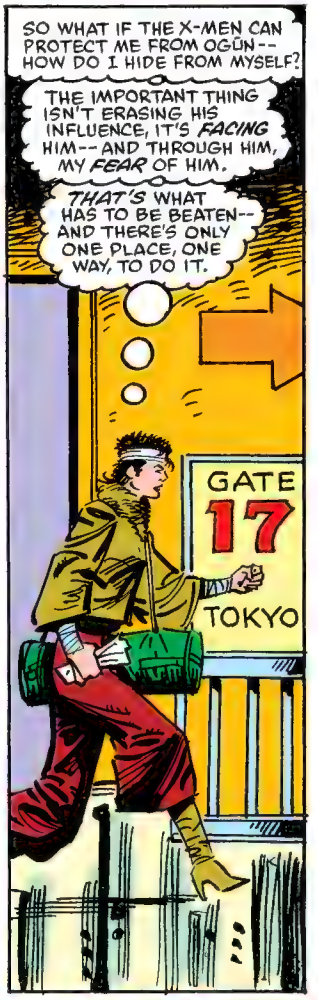

I WON, WOLVIE.
BUT I'VE LOST, AS WELL.
GOOD-BYE.



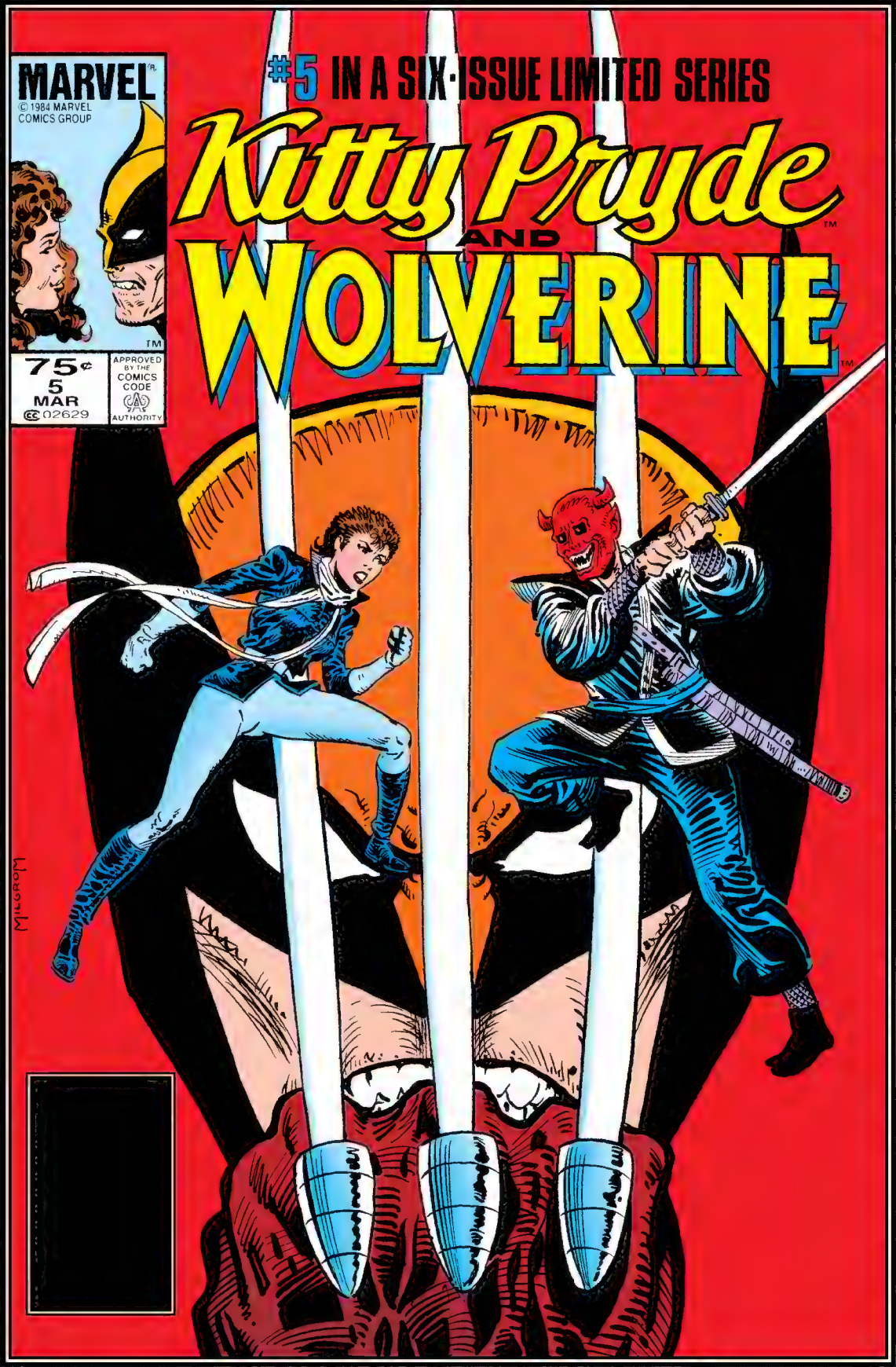

YOU WERE RIGHT, YUKIO. I GAVE IT MY BEST SHOT, EVERYTHING I HAD-- I AM MAYBE THE BEST I'LL EVER BE.
U.S.A.
J.A.L.
AND THAT ISN'T GOOD ENOUGH, I KNOW THAT NOW.

OR . . . IS IT JUST THAT I'M SCARED? NO LAW AGAINST THAT.
TOKYO GATES 10-32
U.S.A. GATES 1-9
BUT IS THIS A SENSIBLE, LOGICAL DECISION--OR AM I SIMPLY RUNNING AWAY?

LIKE I DID WHEN PETER AND I BROKE UP, AND WHEN I LEARNED THE "TRUTH" ABOUT DAD. HE WAS AT THE YASHIDA HOUSE BUT I HAVEN'T SAID A WORD TO HIM. HE CARED, HE WANTED TO HELP, BUT I WOULDN'T LET HIM.
I PRETENDED HE DIDN'T EXIST.
HE HURT ME, THAT WAS MY WAY OF HURTING BACK.


SO WHAT IF THE X-MEN CAN PROTECT ME FROM OGŪN-- HOW DO I HIDE FROM MYSELF?
THE IMPORTANT THING ISN'T ERASING HIS INFLUENCE, IT'S FACING HIM-- AND THROUGH HIM, MY FEAR OF HIM.
THAT'S WHAT HAS TO BE BEATEN-- AND THERE'S ONLY ONE PLACE, ONE WAY, TO DO IT.
GATE 17
TOKYO

NEXT: COURAGE


MARVEL
© 1984 MARVEL COMICS GROUP
TM
75¢
5
MAR
02629
APPROVED BY THE COMICS CODE AUTHORITY
#5 IN A SIX-ISSUE LIMITED SERIES
Kitty Pryde AND WOLVERINE
MILGROM

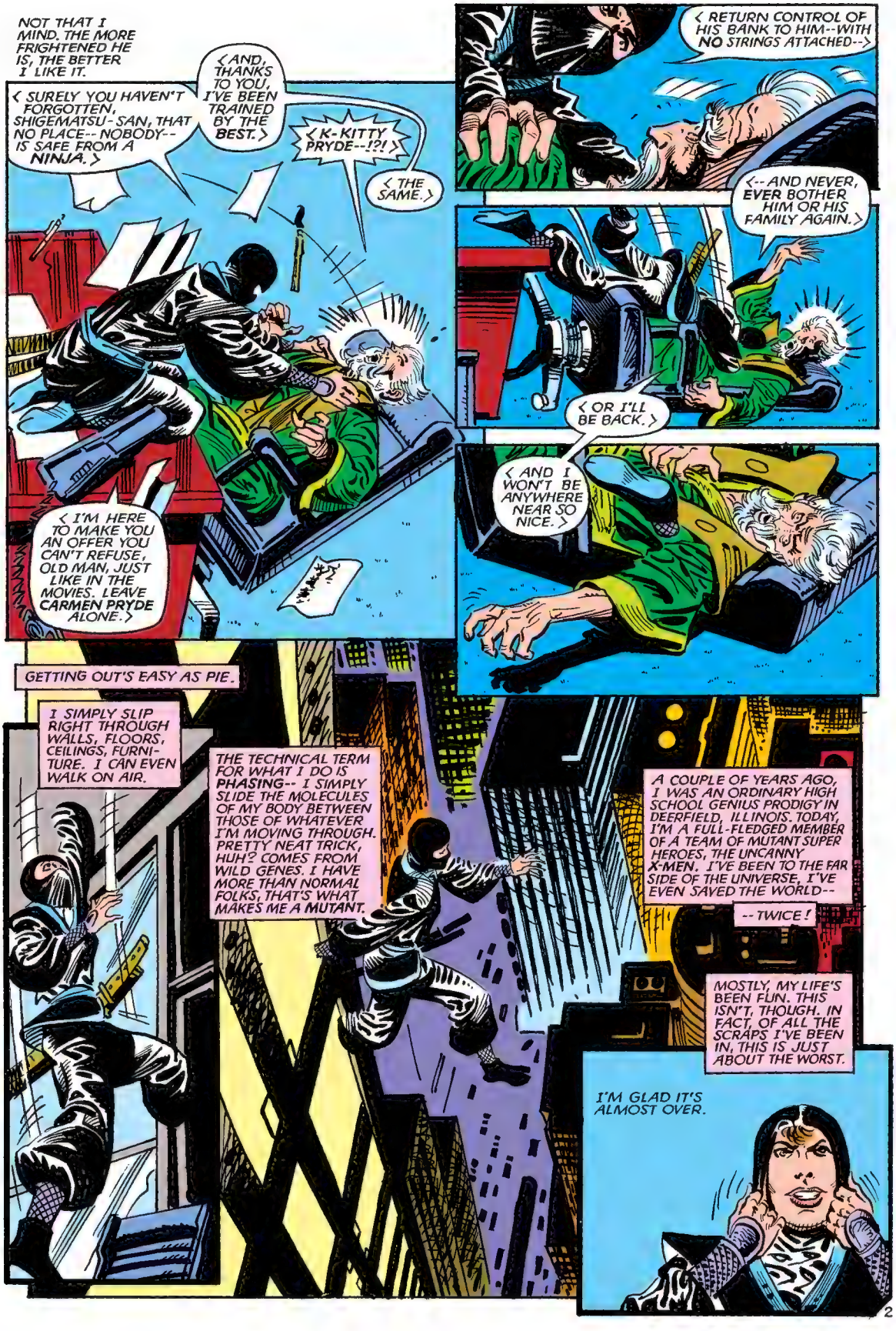
STAN LEE PRESENTS...

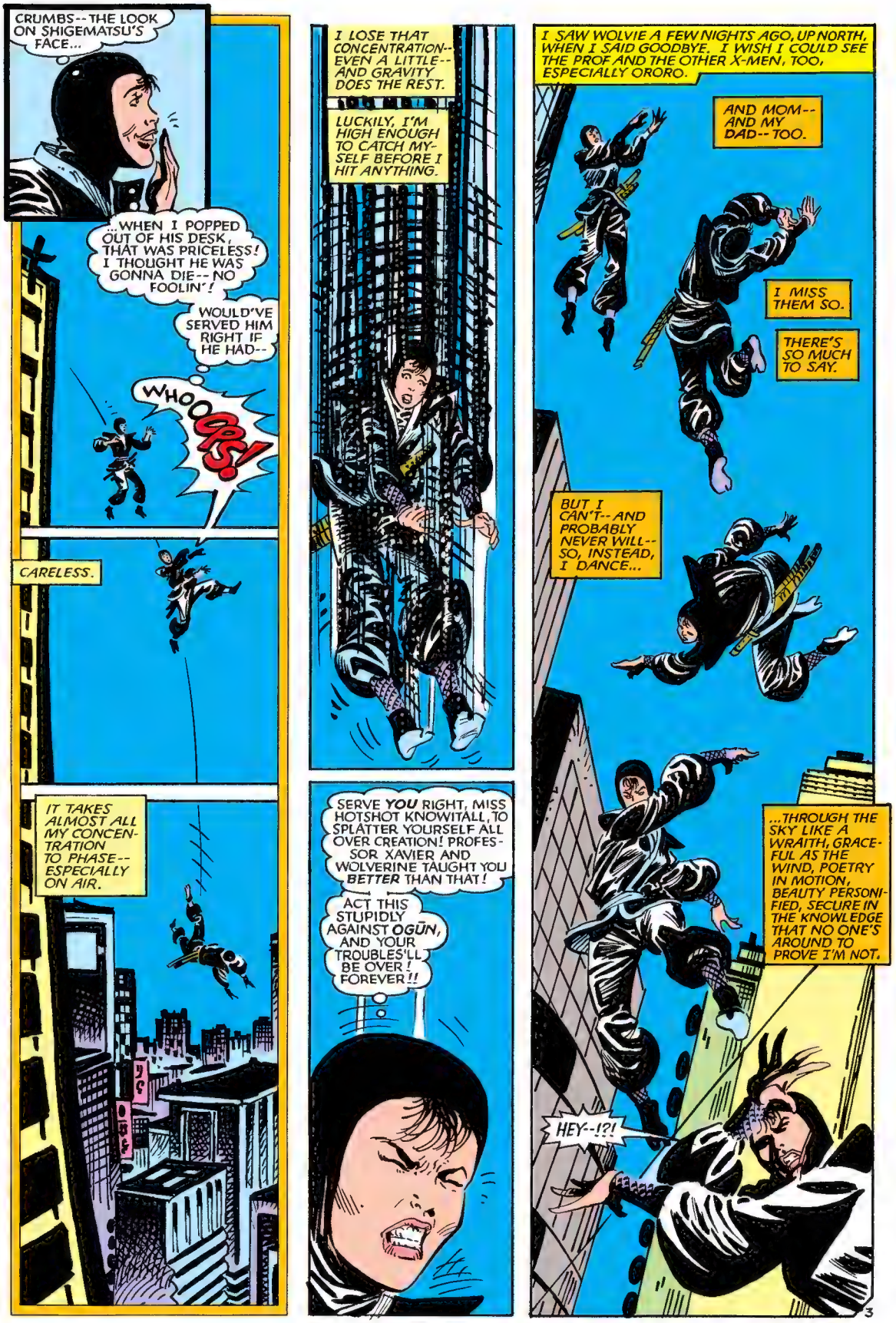
COURAGE

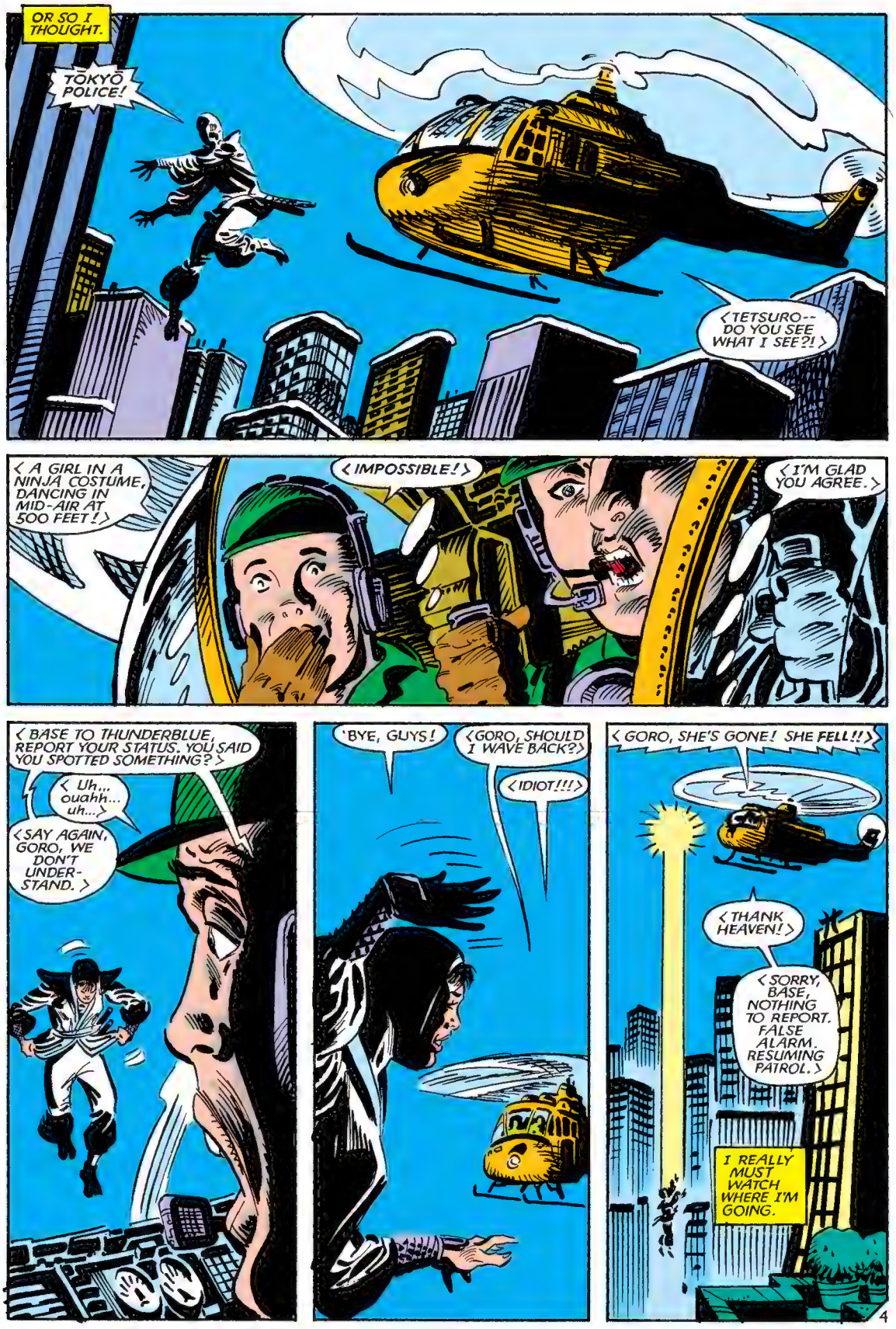
TŌKYŌ
THE CORPORATE HEAD-QUARTERS OF SHIGEMATSU INDUSTRIES, ON SEKIGAHARA PLAZA, IN THE OTEMACHI DISTRICT...
BOO!
AAIIEEE --A GHOST!* >
THE MAN'S NAME IS HEIJI SHIGEMATSU, THE ŌYABUN-- A SORT OF JAPANESE GODFATHER-- ONE OF THE LARGER YAKUZA OUTFITS.
FOR A BIG-TIME, BIG-CITY CRIME BOSS, HE SURE SCARES EASY. YOU'D THINK HE'D BE MADE OF STERNER STUFF.
*TRANSLATED FROM THE JAPANESE--Ann.

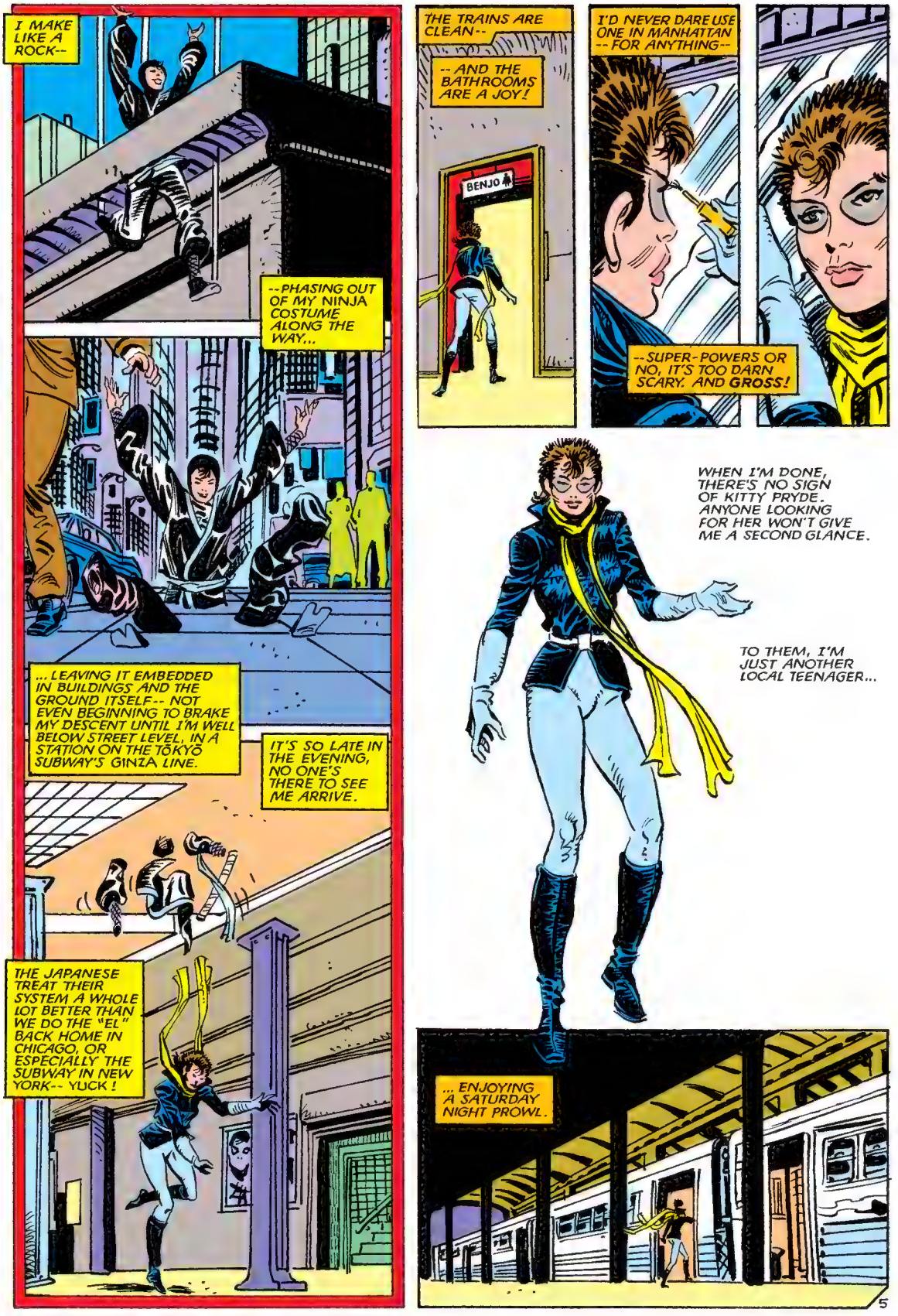
by CHRIS CLAREMONT & ALLEN MILGROM

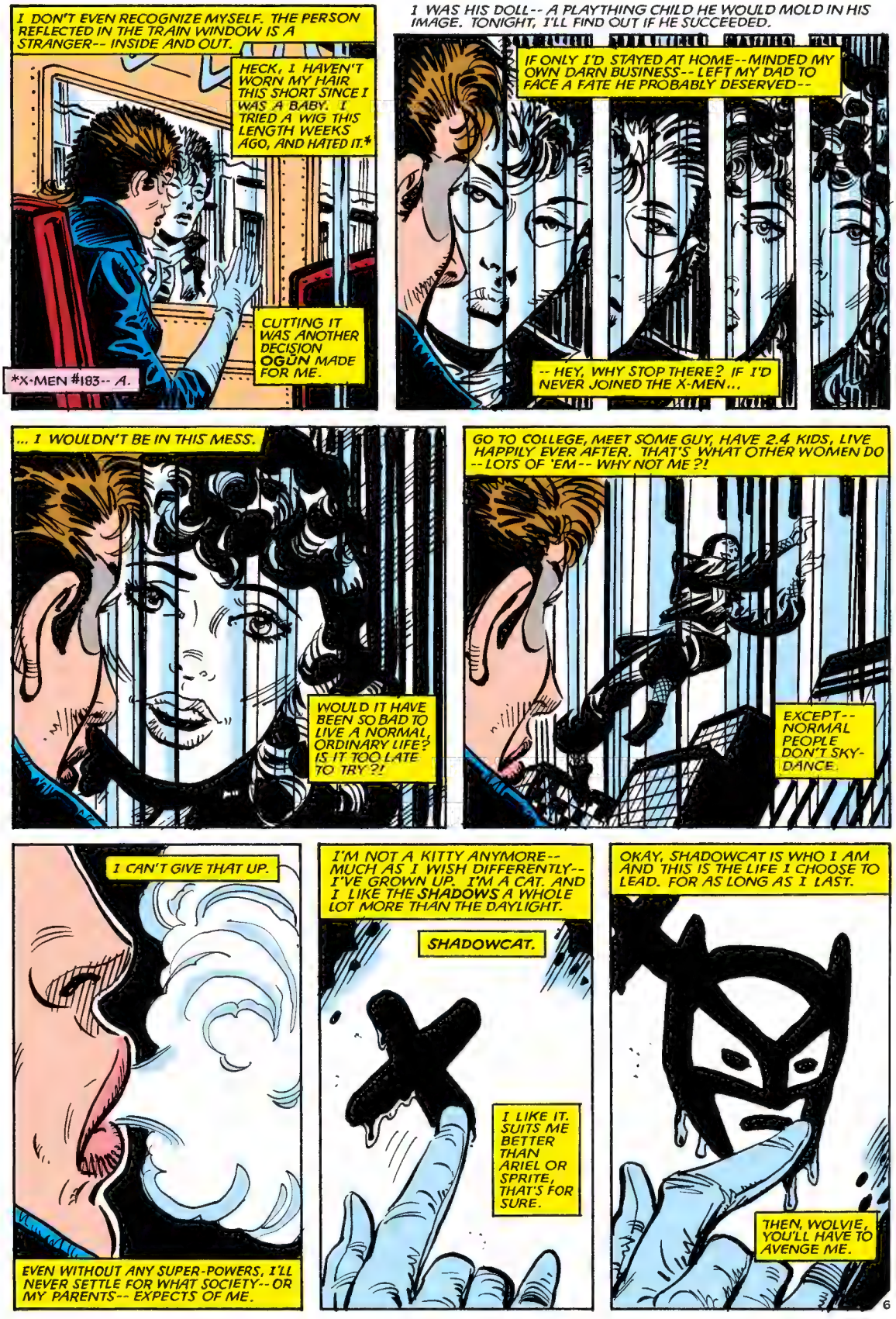
TOM ORZECHOWSKI, letterer • GLYNIS WEIN, colorist • ANN NOCENTI, editor • JIM SHOOTER, editor-in-chief


NOT THAT I MIND. THE MORE FRIGHTENED HE IS, THE BETTER I LIKE IT.
< SURELY YOU HAVEN'T FORGOTTEN, SHIGEMATSU-SAN, THAT NO PLACE-- NOBODY-- IS SAFE FROM A NINJA. >
< AND, THANKS TO YOU, I'VE BEEN TRAINED BY THE BEST. >
< K-KITTY PRYDE--!?! >
< THE SAME. >
< I'M HERE TO MAKE YOU AN OFFER YOU CAN'T REFUSE, OLD MAN, JUST LIKE IN THE MOVIES. LEAVE CARMEN PRYDE ALONE. >
< RETURN CONTROL OF HIS BANK TO HIM--WITH NO STRINGS ATTACHED-->
<-- AND NEVER, EVER BOTHER HIM OR HIS FAMILY AGAIN. >
< OR I'LL BE BACK. >
< AND I WON'T BE ANYWHERE NEAR SO NICE. >
GETTING OUT'S EASY AS PIE.
I SIMPLY SLIP RIGHT THROUGH WALLS, FLOORS, CEILINGS, FURNITURE. I CAN EVEN WALK ON AIR.
THE TECHNICAL TERM FOR WHAT I DO IS PHASING-- I SIMPLY SLIDE THE MOLECULES OF MY BODY BETWEEN THOSE OF WHATEVER I'M MOVING THROUGH. PRETTY NEAT TRICK, HUH? COMES FROM WILD GENES. I HAVE MORE THAN NORMAL FOLKS, THAT'S WHAT MAKES ME A MUTANT.
A COUPLE OF YEARS AGO, I WAS AN ORDINARY HIGH SCHOOL GENIUS PRODIGY IN DEERFIELD, ILLINOIS. TODAY, I'M A FULL-FLEDGED MEMBER OF A TEAM OF MUTANT SUPER HEROES, THE UNCANNY X-MEN. I'VE BEEN TO THE FAR SIDE OF THE UNIVERSE, I'VE EVEN SAVED THE WORLD--
-- TWICE!
MOSTLY, MY LIFE'S BEEN FUN. THIS ISN'T, THOUGH. IN FACT, OF ALL THE SCRAPS I'VE BEEN IN, THIS IS JUST ABOUT THE WORST.
I'M GLAD IT'S ALMOST OVER.

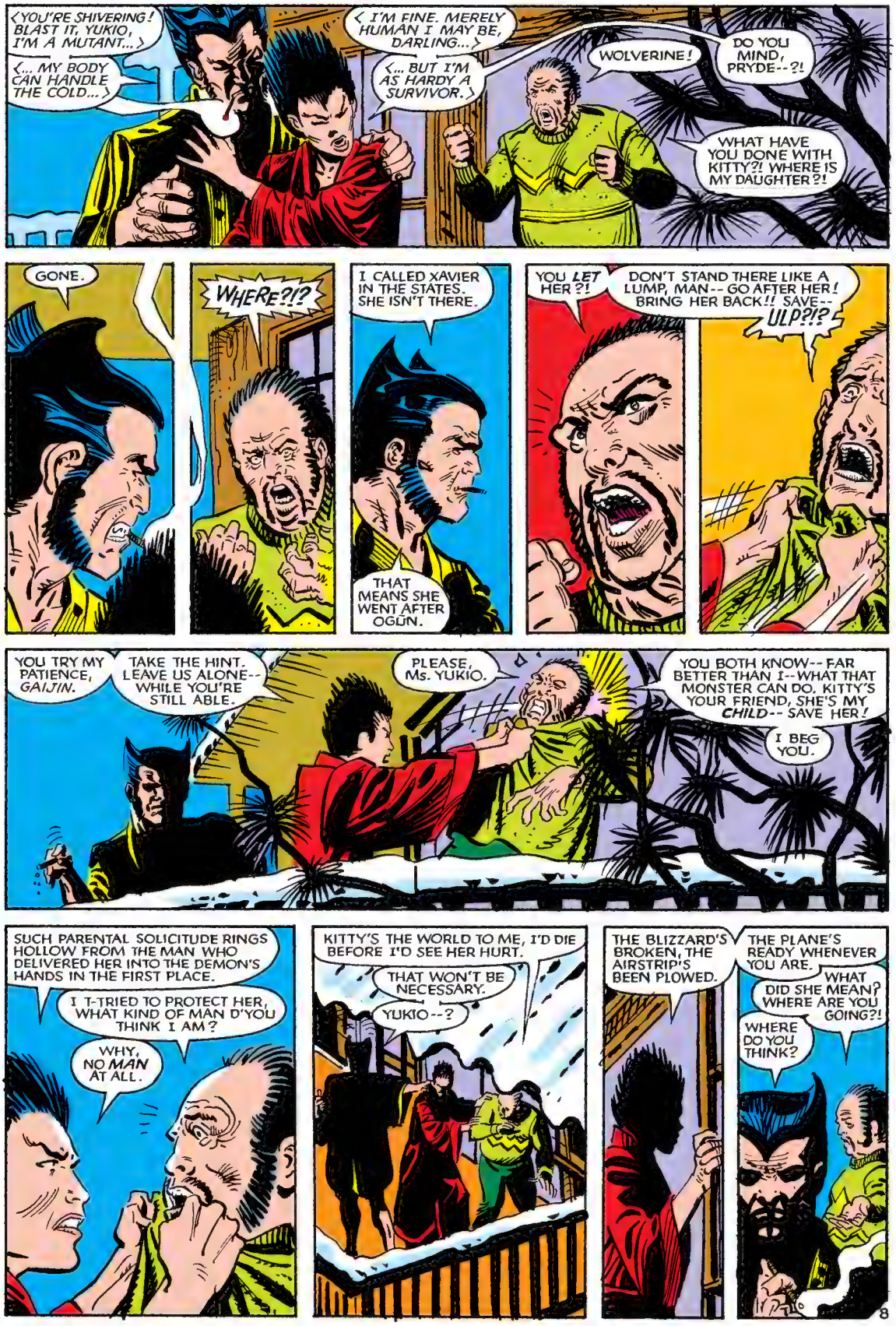

CRUMBS--THE LOOK ON SHIGEMATSU'S FACE...
..WHEN I POPPED OUT OF HIS DESK, THAT WAS PRICELESS! I THOUGHT HE WAS GONNA DIE--NO FOOLIN'!
WOULD'VE SERVED HIM RIGHT IF HE HAD--
WHOOOPS!
CARELESS.
IT TAKES ALMOST ALL MY CONCENTRATION TO PHASE--ESPECIALLY ON AIR.
I LOSE THAT CONCENTRATION--EVEN A LITTLE--AND GRAVITY DOES THE REST.
LUCKILY, I'M HIGH ENOUGH TO CATCH MYSELF BEFORE I HIT ANYTHING.
SERVE YOU RIGHT, MISS HOTSHOT KNOWITALL, TO SPLATTER YOURSELF ALL OVER CREATION! PROFESSOR XAVIER AND WOLVERINE TAUGHT YOU BETTER THAN THAT!
ACT THIS STUPIDLY AGAINST OGŪN, AND YOUR TROUBLES'LL BE OVER! FOREVER!!
I SAW WOLVIE A FEW NIGHTS AGO, UP NORTH, WHEN I SAID GOODBYE. I WISH I COULD SEE THE PROF AND THE OTHER X-MEN, TOO, ESPECIALLY ORORO.
AND MOM--AND MY DAD--TOO.
I MISS THEM SO.
THERE'S SO MUCH TO SAY.
BUT I CAN'T--AND PROBABLY NEVER WILL--SO, INSTEAD, I DANCE...
...THROUGH THE SKY LIKE A WRAITH, GRACEFUL AS THE WIND, POETRY IN MOTION, BEAUTY PERSONIFIED, SECURE IN THE KNOWLEDGE THAT NO ONE'S AROUND TO PROVE I'M NOT.
HEY--!?!

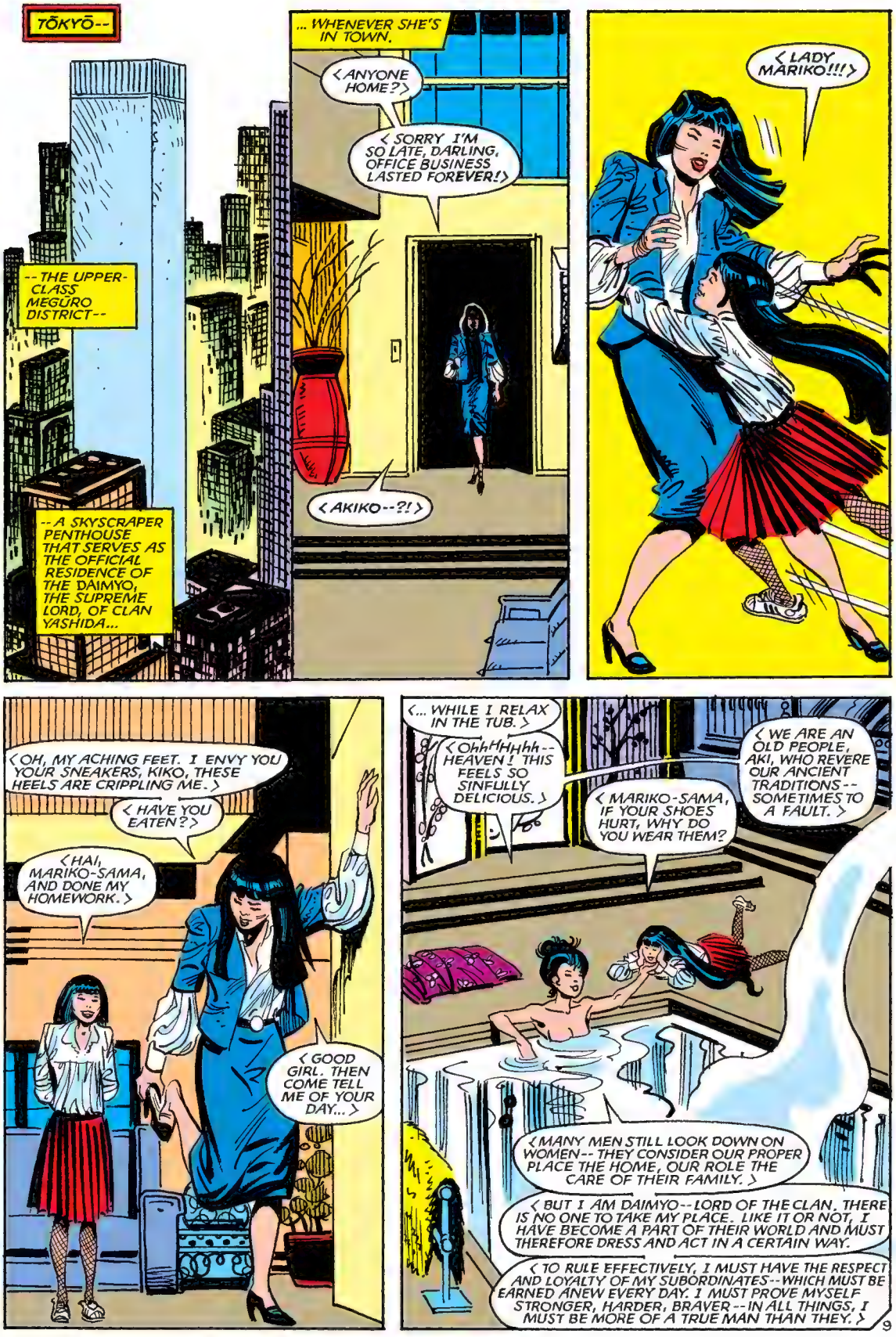

OR SO I THOUGHT.
TŌKYŌ POLICE!
<TETSURO--DO YOU SEE WHAT I SEE?!>
<A GIRL IN A NINJA COSTUME, DANCING IN MID-AIR AT 500 FEET!>
<IMPOSSIBLE!>
<I'M GLAD YOU AGREE.>
<BASE TO THUNDERBLUE, REPORT YOUR STATUS. YOU SAID YOU SPOTTED SOMETHING?>
<Uh... ouahh... uh...>
<SAY AGAIN, GORO, WE DON'T UNDERSTAND.>
'BYE, GUYS!
<GORO, SHOULD I WAVE BACK?>
<IDIOT!!!>
<GORO, SHE'S GONE! SHE FELL!!>
<THANK HEAVEN!>
<SORRY, BASE, NOTHING TO REPORT. FALSE ALARM. RESUMING PATROL.>
I REALLY MUST WATCH WHERE I'M GOING.

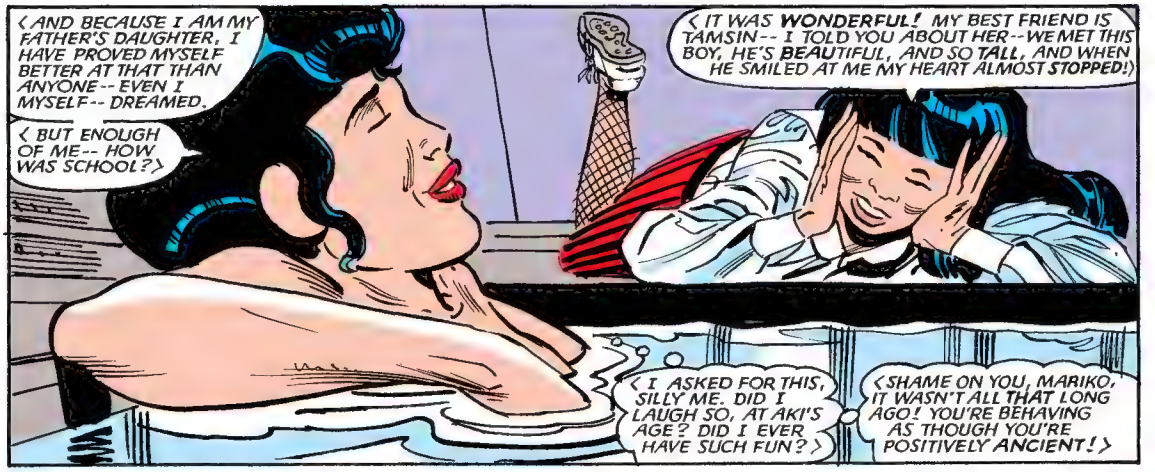

I MAKE LIKE A ROCK--
--PHASING OUT OF MY NINJA COSTUME ALONG THE WAY...
... LEAVING IT EMBEDDED IN BUILDINGS AND THE GROUND ITSELF-- NOT EVEN BEGINNING TO BRAKE MY DESCENT UNTIL I'M WELL BELOW STREET LEVEL, IN A STATION ON THE TŌKYŌ SUBWAY'S GINZA LINE.
IT'S SO LATE IN THE EVENING, NO ONE'S THERE TO SEE ME ARRIVE.
THE JAPANESE TREAT THEIR SYSTEM A WHOLE LOT BETTER THAN WE DO THE "EL" BACK HOME IN CHICAGO, OR ESPECIALLY THE SUBWAY IN NEW YORK-- YUCK!
THE TRAINS ARE CLEAN--
-- AND THE BATHROOMS ARE A JOY!
BENJO
I'D NEVER DARE USE ONE IN MANHATTAN -- FOR ANYTHING--
--SUPER-POWERS OR NO, IT'S TOO DARN SCARY. AND GROSS!
WHEN I'M DONE, THERE'S NO SIGN OF KITTY PRYDE. ANYONE LOOKING FOR HER WON'T GIVE ME A SECOND GLANCE.
TO THEM, I'M JUST ANOTHER LOCAL TEENAGER...
... ENJOYING A SATURDAY NIGHT PROWL.


I DON'T EVEN RECOGNIZE MYSELF. THE PERSON REFLECTED IN THE TRAIN WINDOW IS A STRANGER-- INSIDE AND OUT.
HECK, I HAVEN'T WORN MY HAIR THIS SHORT SINCE I WAS A BABY. I TRIED A WIG THIS LENGTH WEEKS AGO, AND HATED IT.*
CUTTING IT WAS ANOTHER DECISION OGUN MADE FOR ME.
*X-MEN #183-- A.
I WAS HIS DOLL-- A PLAYTHING CHILD HE WOULD MOLD IN HIS IMAGE. TONIGHT, I'LL FIND OUT IF HE SUCCEEDED.
IF ONLY I'D STAYED AT HOME--MINDED MY OWN DARN BUSINESS-- LEFT MY DAD TO FACE A FATE HE PROBABLY DESERVED--
-- HEY, WHY STOP THERE? IF I'D NEVER JOINED THE X-MEN...
... I WOULDN'T BE IN THIS MESS.
WOULD IT HAVE BEEN SO BAD TO LIVE A NORMAL, ORDINARY LIFE? IS IT TOO LATE TO TRY?!
GO TO COLLEGE, MEET SOME GUY, HAVE 2.4 KIDS, LIVE HAPPILY EVER AFTER. THAT'S WHAT OTHER WOMEN DO -- LOTS OF 'EM-- WHY NOT ME?!
EXCEPT-- NORMAL PEOPLE DON'T SKY-DANCE.
I CAN'T GIVE THAT UP.
EVEN WITHOUT ANY SUPER-POWERS, I'LL NEVER SETTLE FOR WHAT SOCIETY-- OR MY PARENTS-- EXPECTS OF ME.
I'M NOT A KITTY ANYMORE-- MUCH AS I WISH DIFFERENTLY-- I'VE GROWN UP. I'M A CAT. AND I LIKE THE SHADOWS A WHOLE LOT MORE THAN THE DAYLIGHT.
SHADOWCAT.
I LIKE IT. SUITS ME BETTER THAN ARIEL OR SPRITE, THAT'S FOR SURE.
OKAY, SHADOWCAT IS WHO I AM AND THIS IS THE LIFE I CHOOSE TO LEAD. FOR AS LONG AS I LAST.
THEN, WOLVIE, YOU'LL HAVE TO AVENGE ME.

OUSANMYAKU--
WOLVERINE?
--THE MOUNTAINS OF NORTHERN HONSHU, NEAR THE SEAPORT CITY OF AGARASHIMA--
--ANCESTRAL STRONGHOLD OF CLAN YASHIDA.
YAH.
IT'S FREEZING, LOGAN. COME TO BED, MY LOVE, BEFORE YOU CATCH YOUR DEATH.
I'VE SURVIVED WORSE.
THE DAY WILL COME-- SOONER THAN YOU THINK-- WHEN YOU WON'T.
< YUKIO-CHAN, YOU'RE CALLED THE "WILD ONE"-- THE DEVIL-MAY-CARE RŌNIN ADVENTURESS WHO DANCES WITH DEATH FOR THE SHEER JOY OF IT. >
< IF I ASKED, WOULD YOU CHANGE THAT NATURE-- GIVE UP BEING WHO AND WHAT YOU ARE ?! >
< I... IIE, LOGAN-SAMA -- I CAN'T. >
< THEN WHY EXPECT DIFFERENT FROM ME? >
< THE WEATHER'S BECOME AS SCREWY AS WE ARE. LOOK AT THAT SNOW. >
< THIS IS SUPPOSED TO BE SUMMER! >
< THE RADIO SAYS IT'S THE SAME THE WORLD OVER-- PERHAPS THE DAWN OF A NEW ICE AGE?* >
*THE CAUSE, OF COURSE, IS THE CASKET OF ANCIENT WINTERS-- SEE RECENT ISSUES OF THOR FOR DETAILS-- BrRRRrAnnN.


〈YOU'RE SHIVERING! BLAST IT, YUKIO, I'M A MUTANT...〉
〈... MY BODY CAN HANDLE THE COLD...〉
〈I'M FINE. MERELY HUMAN I MAY BE, DARLING...〉
〈... BUT I'M AS HARDY A SURVIVOR.〉
WOLVERINE!
DO YOU MIND, PRYDE--?!
WHAT HAVE YOU DONE WITH KITTY?! WHERE IS MY DAUGHTER?!
GONE.
WHERE?!?
I CALLED XAVIER IN THE STATES. SHE ISN'T THERE.
THAT MEANS SHE WENT AFTER OGUN.
YOU LET HER?!
DON'T STAND THERE LIKE A LUMP, MAN-- GO AFTER HER! BRING HER BACK!! SAVE--
ULP?!?
YOU TRY MY PATIENCE, GAIJIN.
TAKE THE HINT. LEAVE US ALONE-- WHILE YOU'RE STILL ABLE.
PLEASE, Ms. YUKIO.
YOU BOTH KNOW-- FAR BETTER THAN I--WHAT THAT MONSTER CAN DO. KITTY'S YOUR FRIEND, SHE'S MY CHILD-- SAVE HER!
I BEG YOU.
SUCH PARENTAL SOLICITUDE RINGS HOLLOW FROM THE MAN WHO DELIVERED HER INTO THE DEMON'S HANDS IN THE FIRST PLACE.
I T-TRIED TO PROTECT HER, WHAT KIND OF MAN D'YOU THINK I AM?
WHY, NO MAN AT ALL.
KITTY'S THE WORLD TO ME, I'D DIE BEFORE I'D SEE HER HURT.
THAT WON'T BE NECESSARY.
YUKIO--?
THE BLIZZARD'S BROKEN, THE AIRSTRIP'S BEEN PLOWED.
THE PLANE'S READY WHENEVER YOU ARE.
WHAT DID SHE MEAN? WHERE ARE YOU GOING?!
WHERE DO YOU THINK?


TŌKYŌ--
-- THE UPPER-CLASS MEGURO DISTRICT--
-- A SKYSCRAPER PENTHOUSE THAT SERVES AS THE OFFICIAL RESIDENCE OF THE DAIMYO, THE SUPREME LORD, OF CLAN YASHIDA...
... WHENEVER SHE'S IN TOWN.
< ANYONE HOME?>
< SORRY I'M SO LATE, DARLING, OFFICE BUSINESS LASTED FOREVER!>
< AKIKO--?! >
< LADY MARIKO!!!>
< OH, MY ACHING FEET. I ENVY YOU YOUR SNEAKERS, KIKO, THESE HEELS ARE CRIPPLING ME. >
< HAVE YOU EATEN?>
< HAI, MARIKO-SAMA, AND DONE MY HOMEWORK. >
< GOOD GIRL. THEN COME TELL ME OF YOUR DAY... >
<... WHILE I RELAX IN THE TUB. >
< OhhHHhhh-- HEAVEN! THIS FEELS SO SINFULLY DELICIOUS. >
< MARIKO-SAMA, IF YOUR SHOES HURT, WHY DO YOU WEAR THEM?
< WE ARE AN OLD PEOPLE, AKI, WHO REVERE OUR ANCIENT TRADITIONS-- SOMETIMES TO A FAULT. >
< MANY MEN STILL LOOK DOWN ON WOMEN-- THEY CONSIDER OUR PROPER PLACE THE HOME, OUR ROLE THE CARE OF THEIR FAMILY. >
< BUT I AM DAIMYO-- LORD OF THE CLAN. THERE IS NO ONE TO TAKE MY PLACE. LIKE IT OR NOT, I HAVE BECOME A PART OF THEIR WORLD AND MUST THEREFORE DRESS AND ACT IN A CERTAIN WAY.
< TO RULE EFFECTIVELY, I MUST HAVE THE RESPECT AND LOYALTY OF MY SUBORDINATES-- WHICH MUST BE EARNED ANEW EVERY DAY. I MUST PROVE MYSELF STRONGER, HARDER, BRAVER-- IN ALL THINGS, I MUST BE MORE OF A TRUE MAN THAN THEY. >


〈AND BECAUSE I AM MY FATHER'S DAUGHTER, I HAVE PROVED MYSELF BETTER AT THAT THAN ANYONE--EVEN I MYSELF--DREAMED.
〈BUT ENOUGH OF ME--HOW WAS SCHOOL?〉
〈IT WAS WONDERFUL! MY BEST FRIEND IS TAMSIN--I TOLD YOU ABOUT HER--WE MET THIS BOY, HE'S BEAUTIFUL, AND SO TALL, AND WHEN HE SMILED AT ME MY HEART ALMOST STOPPED!〉
〈I ASKED FOR THIS, SILLY ME. DID I LAUGH SO, AT AKI'S AGE? DID I EVER HAVE SUCH FUN?〉
〈SHAME ON YOU, MARIKO, IT WASN'T ALL THAT LONG AGO! YOU'RE BEHAVING AS THOUGH YOU'RE POSITIVELY ANCIENT!〉

〈LATELY--SINCE ASSUMING MY FATHER'S THRONE--THAT'S HOW I'VE FELT--WHAT'S THAT?!〉
〈HUSH, CHILD--NOT A SOUND.〉
〈I COULD HAVE SWORN I HEARD SOMETHING.〉

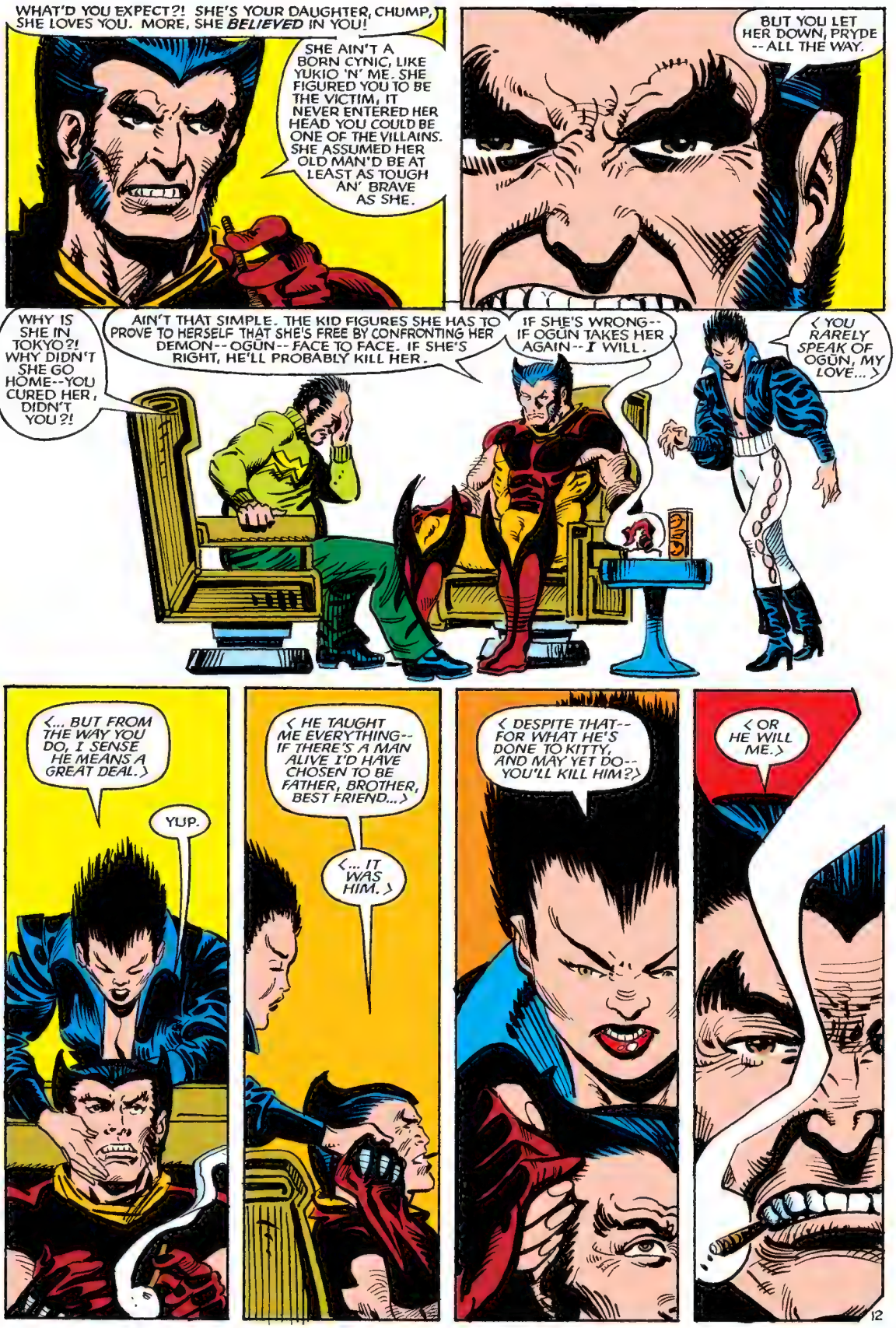
〈STAY HERE, AKI, WHILE I GO LOOK.〉

HAHA-SAN!
〈DON'T LEAVE ME, PLEASE! I'M SCARED!!〉

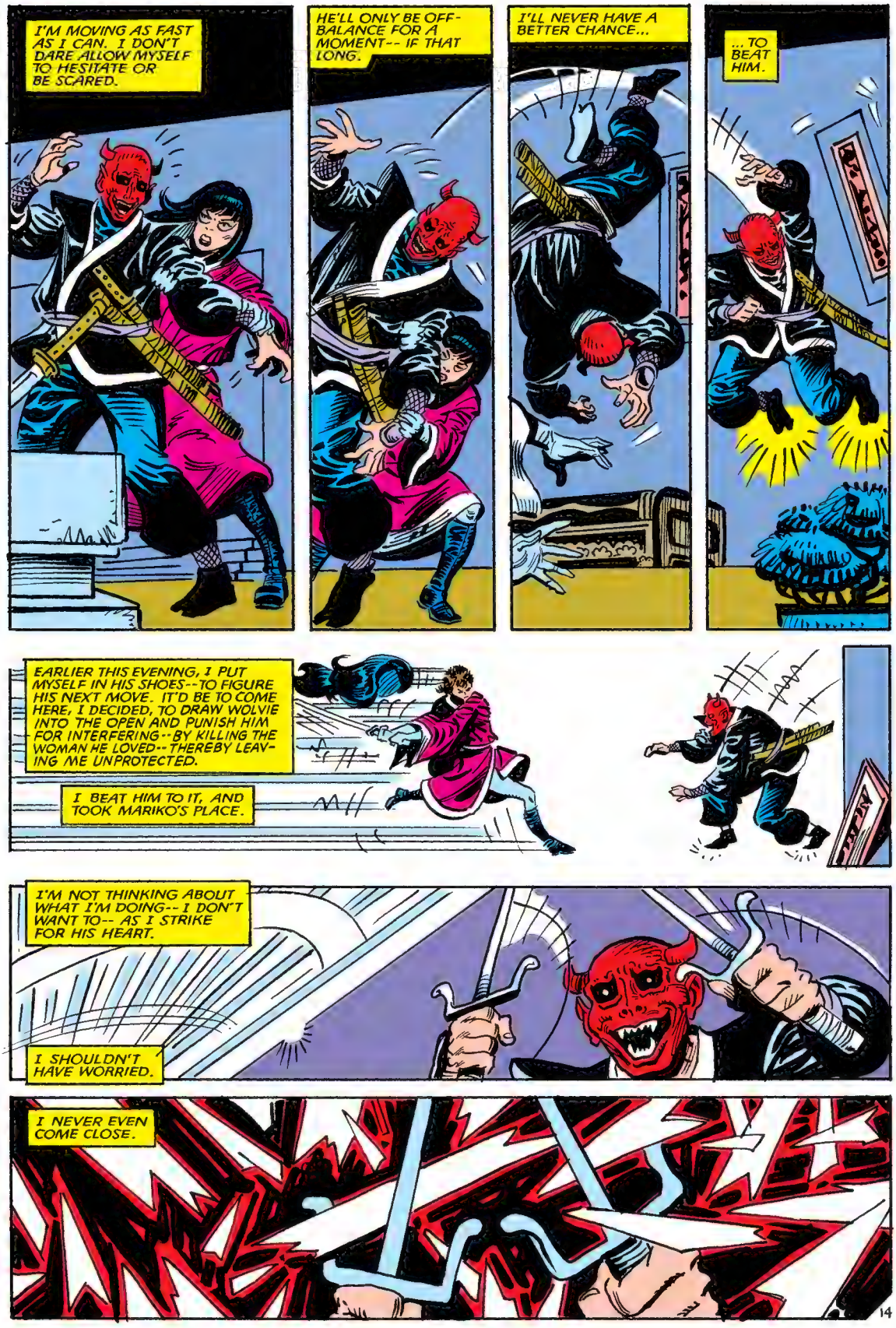
〈THERE, THERE, MY DEAR HEART. YOU'VE NOTHING TO FEAR, I'LL KEEP YOU SAFE.〉
〈SHE CALLED ME "MOTHER."〉

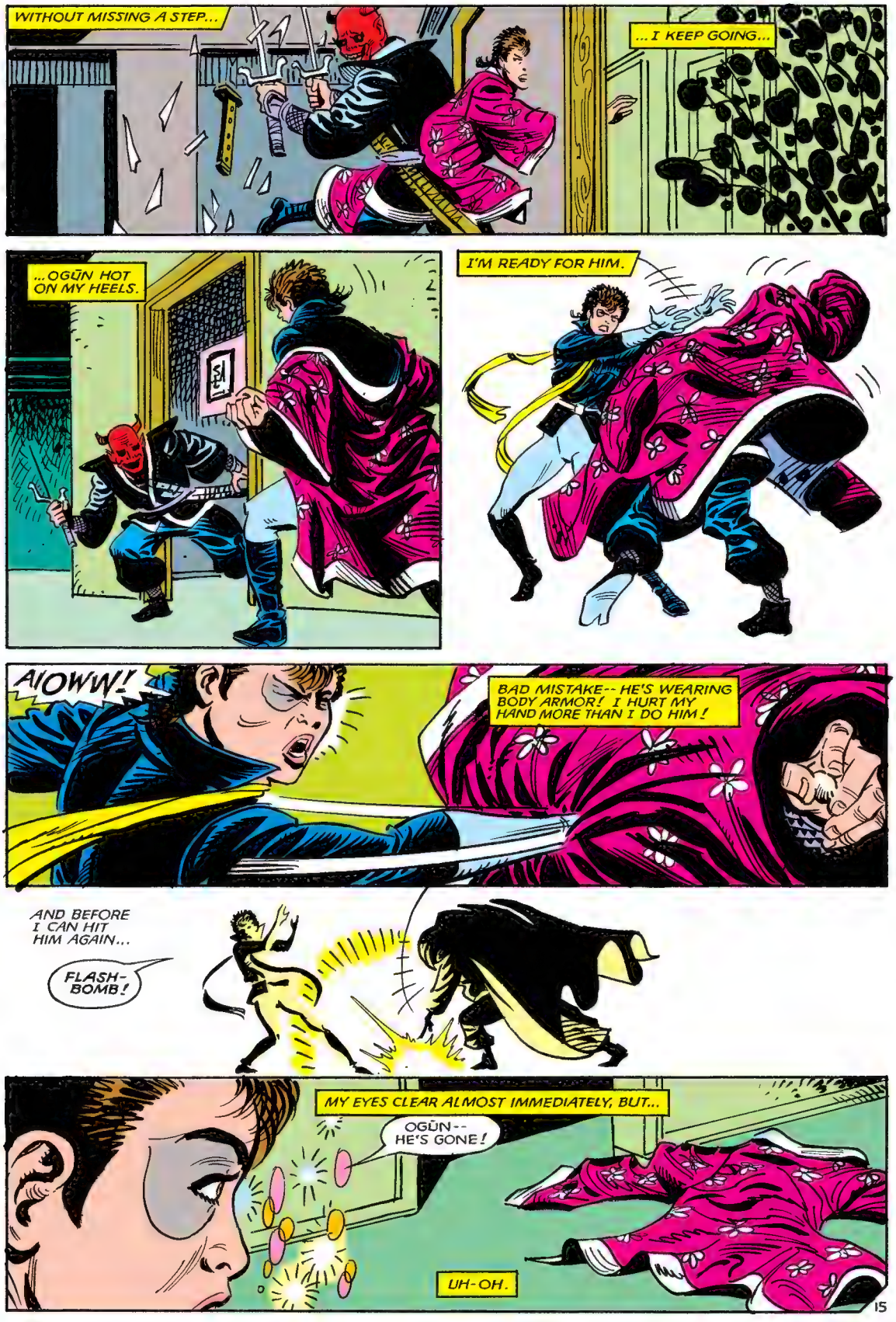
〈HAPPY AS THAT MAKES ME, I MUST REMEMBER IT'S ONLY BEEN A FEW MONTHS SINCE AKIKO WAS ORPHANED. *〉
〈THAT TRAGEDY HAS LEFT SCARS--MANY, SUBCONSCIOUS--THAT ONLY TIME, AND LOVE, CAN HEAL.〉
〈ALL IS STILL--THAT SOUND MUST HAVE BEEN MY IMAGINATION--WE'RE ALONE HERE.〉
*IN X-MEN #181--A.

LATER THAT NIGHT, ABOARD A YASHIDA PRIVATE BIZJET...
< THIS IS THE CAPTAIN SPEAKING. WE'RE BEGINNING OUR DESCENT INTO TŌKYŌ'S HANEDA AIRPORT. WE'LL BE LANDING SHORTLY. >
LEAVE MY MAN BE, PRYDE.
LEAVE ME BE, LADY. I'LL TAKE MY CHANCES.
BRAVE TALK, BUB.
YOU DON'T THINK MUCH OF ME, DO YOU, WOLVERINE?
NOPE.
I'M NOT ASHAMED OF WHAT I DID IN DEERFIELD. WHEN THE RECESSION HIT, I SAW PEOPLE I'D KNOWN MY ENTIRE LIFE-- GOOD, DECENT, HARD-WORKING FAMILIES-- BEING CHEWED UP BY FORCES OVER WHICH THEY HAD NO CONTROL. I COULDN'T STAND THAT-- I REFUSED TO BE A PART OF IT-- SO I AND MY BANK TRIED TO HELP.
LOTTA GOOD YOU DID.
FOR SOME OF THEM, YES! A WHOLE LOT!
BUT YOU GOT CAUGHT.
THE ECONOMY DIDN'T GET BETTER, THERE WAS TOO MUCH NEED.
TOUGH BREAK.
MAYBE THAT'S TRUE-- IN THE BEGINNING, YOU ACTED FROM THE PUREST OF MOTIVES, GOOD FOR YOU. BUT WHEN THINGS WENT SOUR AND YOU SIGNED WITH SHIGEMATSU, KNOWING WHAT HE WAS-- WHEN THE CHOICE WAS HIM OR DISGRACE AND JAIL-- THAT CHOICE WAS TO SAVE YOUR OWN SKIN.
NOT QUITE SO NOBLE, eh?
YOUR DECISION, BUB. NOW YOU GOTTA LIVE WITH THE CONSEQUENCES.
I NEVER MEANT FOR KITTY TO GET INVOLVED--!


WHAT'D YOU EXPECT?! SHE'S YOUR DAUGHTER, CHUMP, SHE LOVES YOU. MORE, SHE BELIEVED IN YOU!
SHE AIN'T A BORN CYNIC, LIKE YUKIO 'N' ME. SHE FIGURED YOU TO BE THE VICTIM, IT NEVER ENTERED HER HEAD YOU COULD BE ONE OF THE VILLAINS. SHE ASSUMED HER OLD MAN'D BE AT LEAST AS TOUGH AN' BRAVE AS SHE.
BUT YOU LET HER DOWN, PRYDE --ALL THE WAY.
WHY IS SHE IN TOKYO?! WHY DIDN'T SHE GO HOME--YOU CURED HER, DIDN'T YOU?!
AIN'T THAT SIMPLE. THE KID FIGURES SHE HAS TO PROVE TO HERSELF THAT SHE'S FREE BY CONFRONTING HER DEMON--OGŪN--FACE TO FACE. IF SHE'S RIGHT, HE'LL PROBABLY KILL HER.
IF SHE'S WRONG--IF OGŪN TAKES HER AGAIN--I WILL.
〈 YOU RARELY SPEAK OF OGŪN, MY LOVE... 〉
〈... BUT FROM THE WAY YOU DO, I SENSE HE MEANS A GREAT DEAL.〉
YUP.
〈 HE TAUGHT ME EVERYTHING--IF THERE'S A MAN ALIVE I'D HAVE CHOSEN TO BE FATHER, BROTHER, BEST FRIEND...〉
〈... IT WAS HIM. 〉
〈 DESPITE THAT--FOR WHAT HE'S DONE TO KITTY, AND MAY YET DO--YOU'LL KILL HIM?〉
〈 OR HE WILL ME.〉

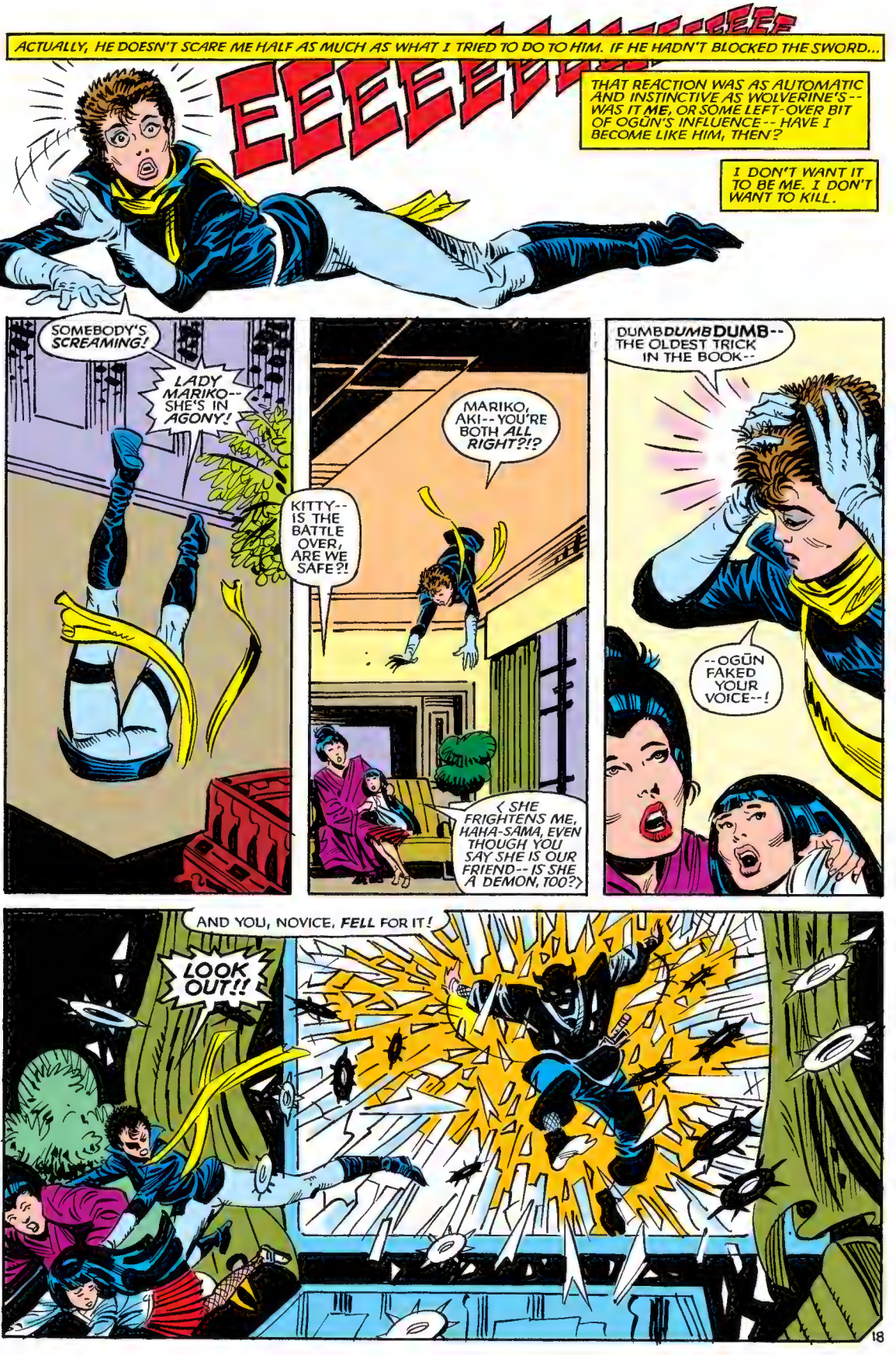
THE YASHIDA RESIDENCE...
KIAI--
IAAIEEEE?!?
SURPRISE, SUCKER!
I PHASE THROUGH OGUN...
...AS EASILY AS I DID THROUGH HIS BLADE.

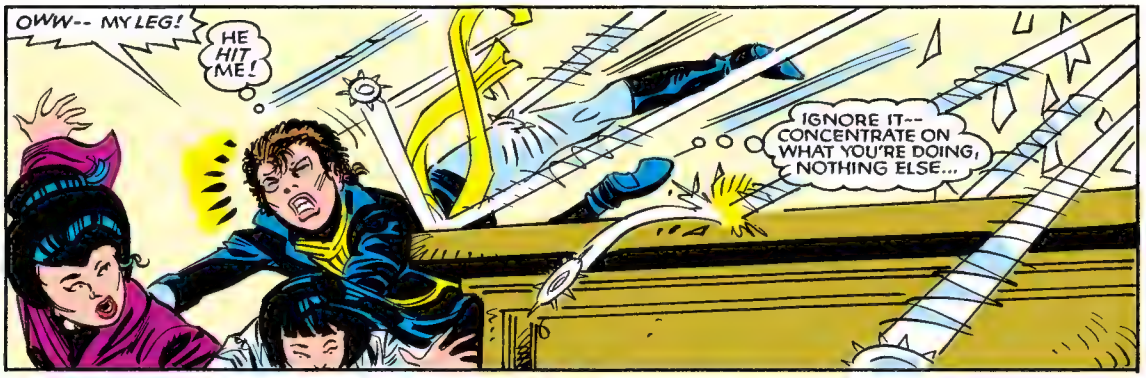

I'M MOVING AS FAST AS I CAN. I DON'T DARE ALLOW MYSELF TO HESITATE OR BE SCARED.
HE'LL ONLY BE OFF-BALANCE FOR A MOMENT-- IF THAT LONG.
I'LL NEVER HAVE A BETTER CHANCE...
... TO BEAT HIM.
EARLIER THIS EVENING, I PUT MYSELF IN HIS SHOES--TO FIGURE HIS NEXT MOVE. IT'D BE TO COME HERE, I DECIDED, TO DRAW WOLVIE INTO THE OPEN AND PUNISH HIM FOR INTERFERING--BY KILLING THE WOMAN HE LOVED--THEREBY LEAVING ME UNPROTECTED.
I BEAT HIM TO IT, AND TOOK MARIKO'S PLACE.
I'M NOT THINKING ABOUT WHAT I'M DOING-- I DON'T WANT TO-- AS I STRIKE FOR HIS HEART.
I SHOULDN'T HAVE WORRIED.
I NEVER EVEN COME CLOSE.


WITHOUT MISSING A STEP...
...I KEEP GOING...
...OGŪN HOT ON MY HEELS.
I'M READY FOR HIM.
AIOWW!
BAD MISTAKE-- HE'S WEARING BODY ARMOR! I HURT MY HAND MORE THAN I DO HIM!
AND BEFORE I CAN HIT HIM AGAIN...
FLASH-BOMB!
MY EYES CLEAR ALMOST IMMEDIATELY, BUT...
OGŪN-- HE'S GONE!
UH-OH.

< YOU WOULD CHALLENGE ME, DISCIPLE?>
WHERE IS HE?! HIS VOICE SEEMS TO BE COMING FROM ALL OVER-- I CAN'T PIN-POINT IT!
BETTER VAMOOSE!
< YIELD, MUSUME-SAN, I HAVE NO WISH TO DO YOU HARM.>
THAT FEELING ISN'T MUTUAL!
< IT WOULD BE AKIN TO HURTING MYSELF.>
HOW DOES HE KEEP FINDING ME?! WHEREVER I GO, HE'S THERE, TOO!
STOP! I'M LETTING HIM SPOOK ME-- THAT'S WHAT HE WANTS, FOR MY TERROR AND PANIC TO DO HIS DIRTY WORK FOR HIM!
< YOU CANNOT ESCAPE, KITTY-CHAN. THE PENTHOUSE IS UNDER COMPLETE ELECTRONIC SURVEILLANCE.>
AHA!
< I AM PLEASED YOU MADE YOUR ENTRANCE UN-DETECTED-->
<-- YOU HAVE LEARNED WELL-- BUT I AM ALSO CERTAIN MARIKO AND THE GIRL ARE STILL WITHIN THE BUILDING. REST ASSURED, I SHALL FIND THEM.>
< THEN, IF YOU WILL NOT SERVE ME-->
<-- WOLVERINE'S FOSTER DAUGHTER, AKIKO, WILL TAKE YOUR PLACE.>
NO!
HAHAHAHAHAHAHA
< NOW, CHILD OF MY SPIRIT, WHICH OF US IS SURPRISED?>
16

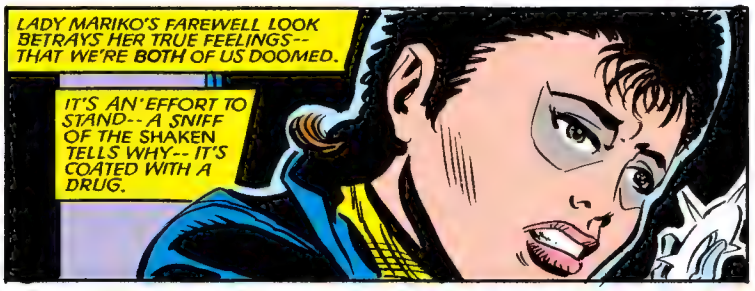
< SPLENDID! I COULD NOT HAVE EXECUTED THAT EVASION BETTER MYSELF!
WHAT A CROCK! MOST OF MY NINJA COMBAT ABILITIES CAME FROM THE PSYCHIC TEMPLATE OF HIMSELF OGÚN IMPOSED ON ME. *
* IN K-W #2--A.
THEY'RE PRETTY MUCH GONE NOW.
ALL I HAVE ARE MY OWN MUTANT POWERS, AND THE SKILLS WOLVIE TAUGHT ME.
I LAND A SOLID KICK-- I HEAR THE BREATH 'WHOUFF' OUT OF HIM-- BUT AS HE FALLS--
--OGÚN TOSSES A HANDFUL OF SHAKEN THROWING STARS, FORCING ME TO PHASE.
I KNOW THEY'RE NO THREAT TO ME, BUT I CAN'T HELP FLINCHING.
THAT'S ALL THE OPPORTUNITY HE NEEDS.
HE DID IT AGAIN-- HE VANISHED!
CRIPES, IF I DIDN'T KNOW BETTER, I'D SWEAR HE COULD PHASE, TOO!
OR MAYBE THE LEGENDS ARE TRUE. OGÚN'S SUPPOSED TO BE IMMORTAL, SUPPOSE THAT MAKES HIM MAGIC?
HE COULD EVEN BE A REAL GHOST?!
THERE I GO AGAIN, MY THOUGHTS RUNNING LICKETY-SPLIT AWAY WITH ME. YOU'D THINK I'D'VE LEARNED BY NOW.

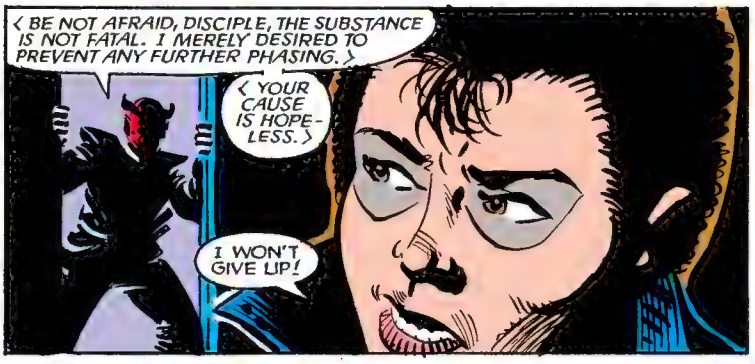

ACTUALLY, HE DOESN'T SCARE ME HALF AS MUCH AS WHAT I TRIED TO DO TO HIM. IF HE HADN'T BLOCKED THE SWORD...
EEEEEEE
THAT REACTION WAS AS AUTOMATIC AND INSTINCTIVE AS WOLVERINE'S-- WAS IT ME, OR SOME LEFT-OVER BIT OF OGÜN'S INFLUENCE-- HAVE I BECOME LIKE HIM, THEN?
I DON'T WANT IT TO BE ME. I DON'T WANT TO KILL.
SOMEBODY'S SCREAMING!
LADY MARIKO-- SHE'S IN AGONY!
KITTY-- IS THE BATTLE OVER, ARE WE SAFE?!
MARIKO, AKI-- YOU'RE BOTH ALL RIGHT?!?
< SHE FRIGHTENS ME, HAHA-SAMA, EVEN THOUGH YOU SAY SHE IS OUR FRIEND-- IS SHE A DEMON, TOO?>
DUMB DUMB DUMB-- THE OLDEST TRICK IN THE BOOK--
--OGÜN FAKED YOUR VOICE--!
AND YOU, NOVICE, FELL FOR IT!
LOOK OUT!!

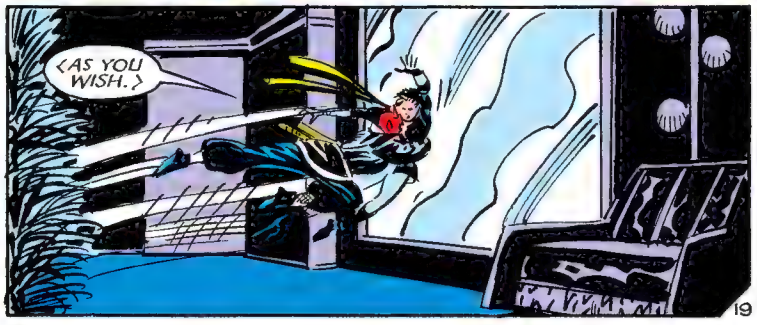

OWW-- MY LEG!
HE HIT ME!
IGNORE IT-- CONCENTRATE ON WHAT YOU'RE DOING, NOTHING ELSE...

...OR TWO PEOPLE WHO DEPEND ON YOU...
...ARE DEAD.
AKI'S TOO FREAKED TO SCREAM, SHE'S TRYING AS HARD AS SHE CAN TO BE BRAVE-- FOR LADY MARIKO'S SAKE.

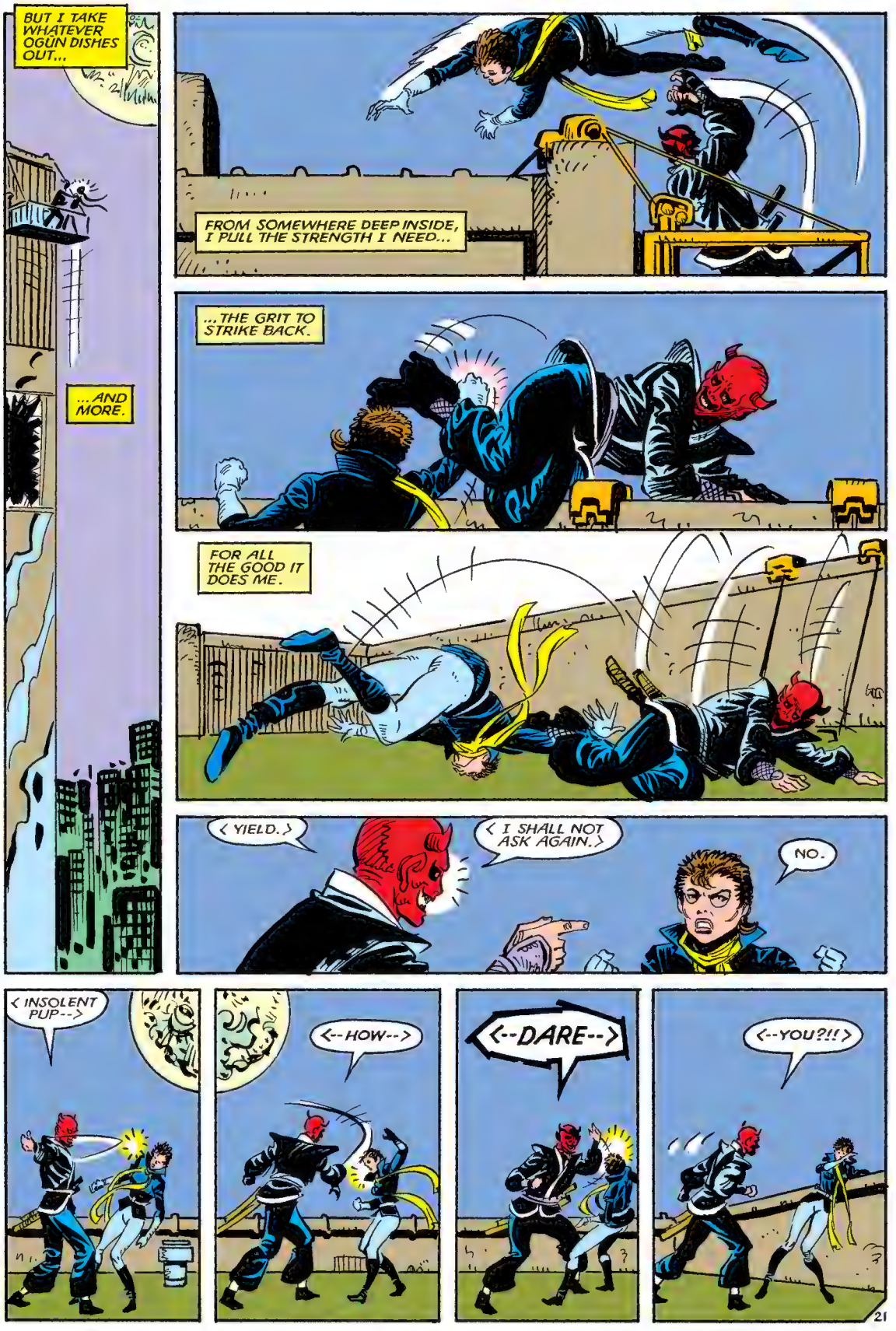
SHE'S ONLY A COUPLE OF YEARS YOUNGER'N ME-- BUT I FEEL LIKE AN ANCIENT OLD WOMAN STANDING NEXT TO A BABY.
RUN!
DON'T STOP FOR ANYTHING-- DON'T TRY TO HIDE, HE'LL FIND YOU-- I'LL HOLD HIM AS LONG AS I CAN.


LADY MARIKO'S FAREWELL LOOK BETRAYS HER TRUE FEELINGS-- THAT WE'RE BOTH OF US DOOMED.
IT'S AN' EFFORT TO STAND-- A SNIFF OF THE SHAKEN TELLS WHY-- IT'S COATED WITH A DRUG.


〈 BE NOT AFRAID, DISCIPLE, THE SUBSTANCE IS NOT FATAL. I MERELY DESIRED TO PREVENT ANY FURTHER PHASING. 〉
〈 YOUR CAUSE IS HOPE-LESS. 〉
I WON'T GIVE UP!

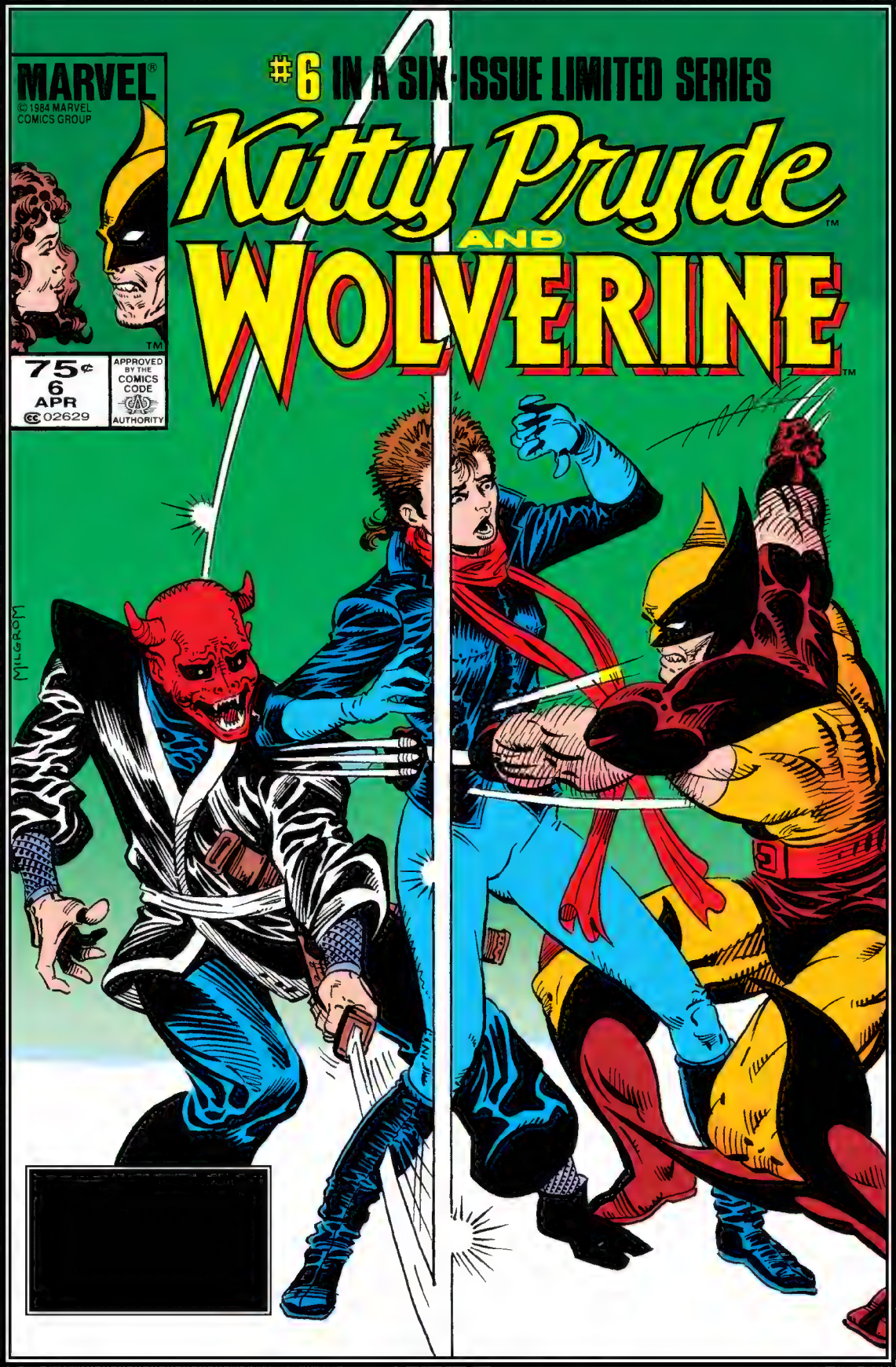

〈 AS YOU WISH. 〉

< OUR BUSINESS IS BEST CONCLUDED IN PRIVATE, ON THE ROOF. >
KLIK
< STUBBORN GIRL... >
<... WILL YOU NOT ACCEPT... >
<... THAT YOU ARE NO MATCH FOR OGÚN? >
I DON'T CARE.
I WON'T QUIT!
BRAVE WORDS--BUT PART OF ME SURE WANTS TO. I'M TIRED, I HURT, I KNOW HOW BADLY I'M OUTCLASSED.
THE LONGER WE GO ON, THE MORE I ASK MYSELF...
...WHO NEEDS THIS GRIEF?


BUT I TAKE WHATEVER OGUN DISHES OUT...
...AND MORE.
FROM SOMEWHERE DEEP INSIDE, I PULL THE STRENGTH I NEED...
...THE GRIT TO STRIKE BACK.
FOR ALL THE GOOD IT DOES ME.
< YIELD. >
< I SHALL NOT ASK AGAIN. >
NO.
< INSOLENT PUP-- >
<-- HOW-- >
<--DARE-- >
<--YOU?!! >

〈 YOU ARE TRAPPED. THANKS TO MY DRUG-- AND YOUR OWN FATIGUE--YOU CANNOT PHASE. AND WITHOUT YOUR PRECIOUS POWER, SHOULD YOU FALL... 〉
〈... IT WILL BE TO YOUR DEATH! 〉
SIXTY STORIES TO THE STREET. I WONDER HOW MUCH IT'LL HURT.
〈 BUT THE HAND THAT TAKES YOUR LIFE... 〉
〈... MAY GRANT IT AS WELL. 〉
〈 YOU WERE MINE ONCE... 〉
〈... BOUND TO ME BODY AND SOUL. 〉
〈 BE SO AGAIN, MY FAVORED CHILD. 〉
〈 I OFFER IMMORTALITY. POWER BEYOND YOUR WILDEST DREAMS. 〉
〈 YIELD TO MY WILL, KITTY PRYDE. 〉
〈 LET YOUR SPIRIT MERGE WITH MINE... 〉
NO.
〈 YOU-- RESISTED ME?! THAT IS NOT POSSIBLE. 〉
IF YOU SAY SO.
I'M NOT THE GIRL YOU BRAINWASHED, OGUN. IN SOME WAYS, NO LONGER A GIRL AT ALL. THAT KITTY'S NO MORE -- AND YOU HAVE NO POWER OVER A SHADOWCAT.
I MAY BE BEATEN--
-- BUT I'LL NEVER SURRENDER.
〈 THEN, HONORED FOE, THOUGH IT BREAKS MY HEART... 〉
〈... YOUR DAYS ARE ENDED. 〉

NEXT ISSUE: **HONOR!**

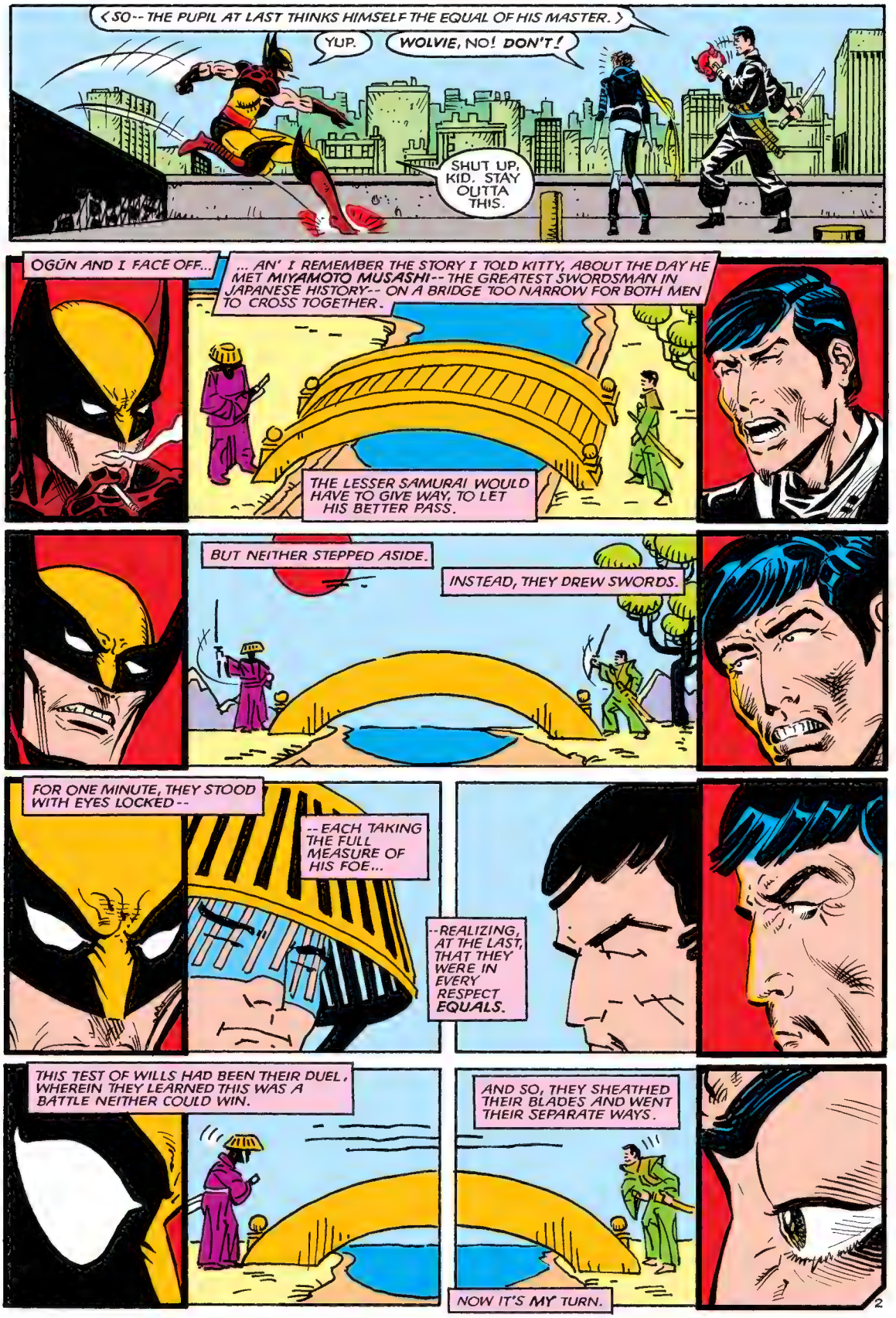

MARVEL
© 1984 MARVEL COMICS GROUP
75¢
6
APR
02629
APPROVED BY THE COMICS CODE AUTHORITY
#6 IN A SIX-ISSUE LIMITED SERIES
Kitty Pryde AND WOLVERINE
MILGROM

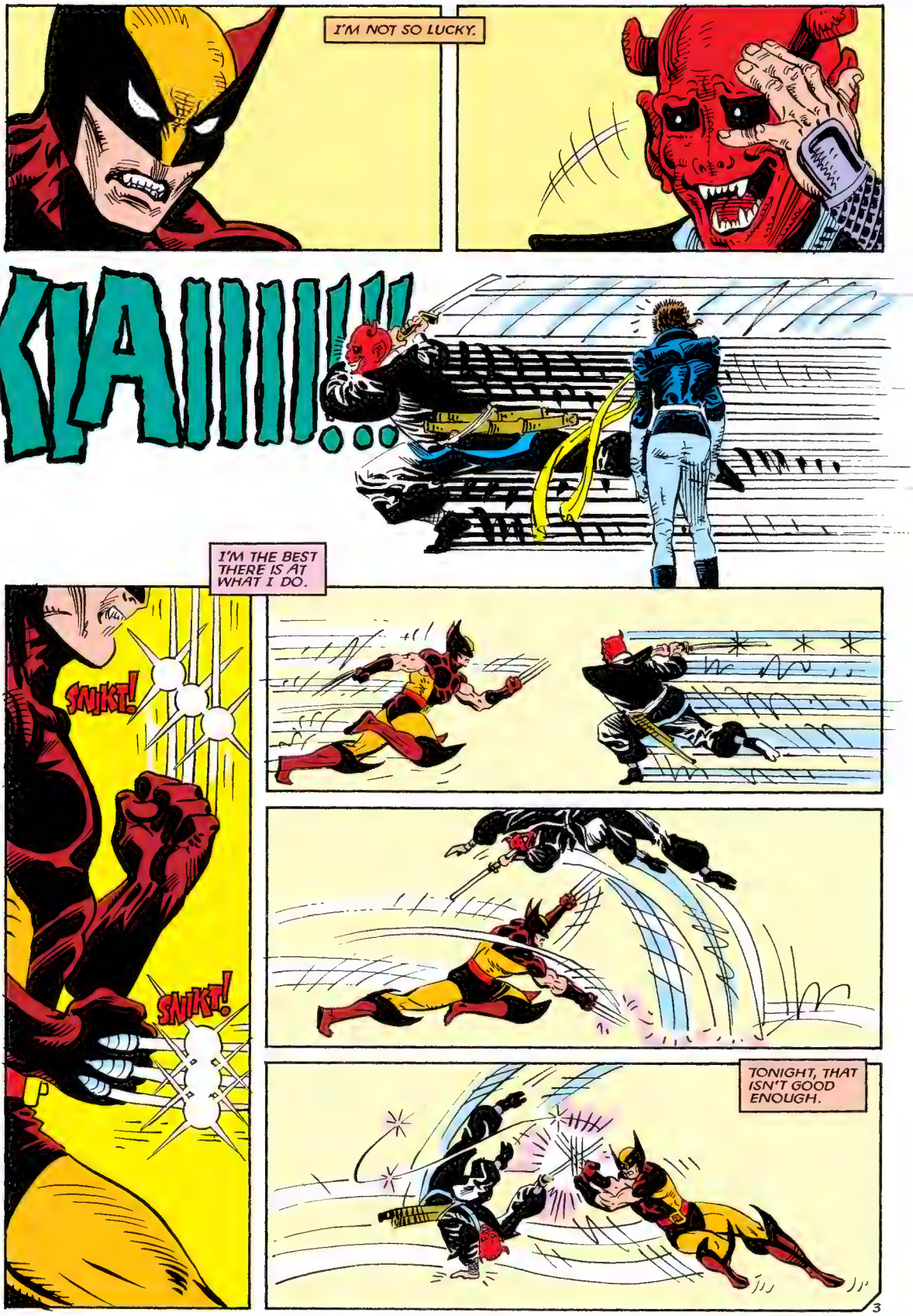
HOMBRE

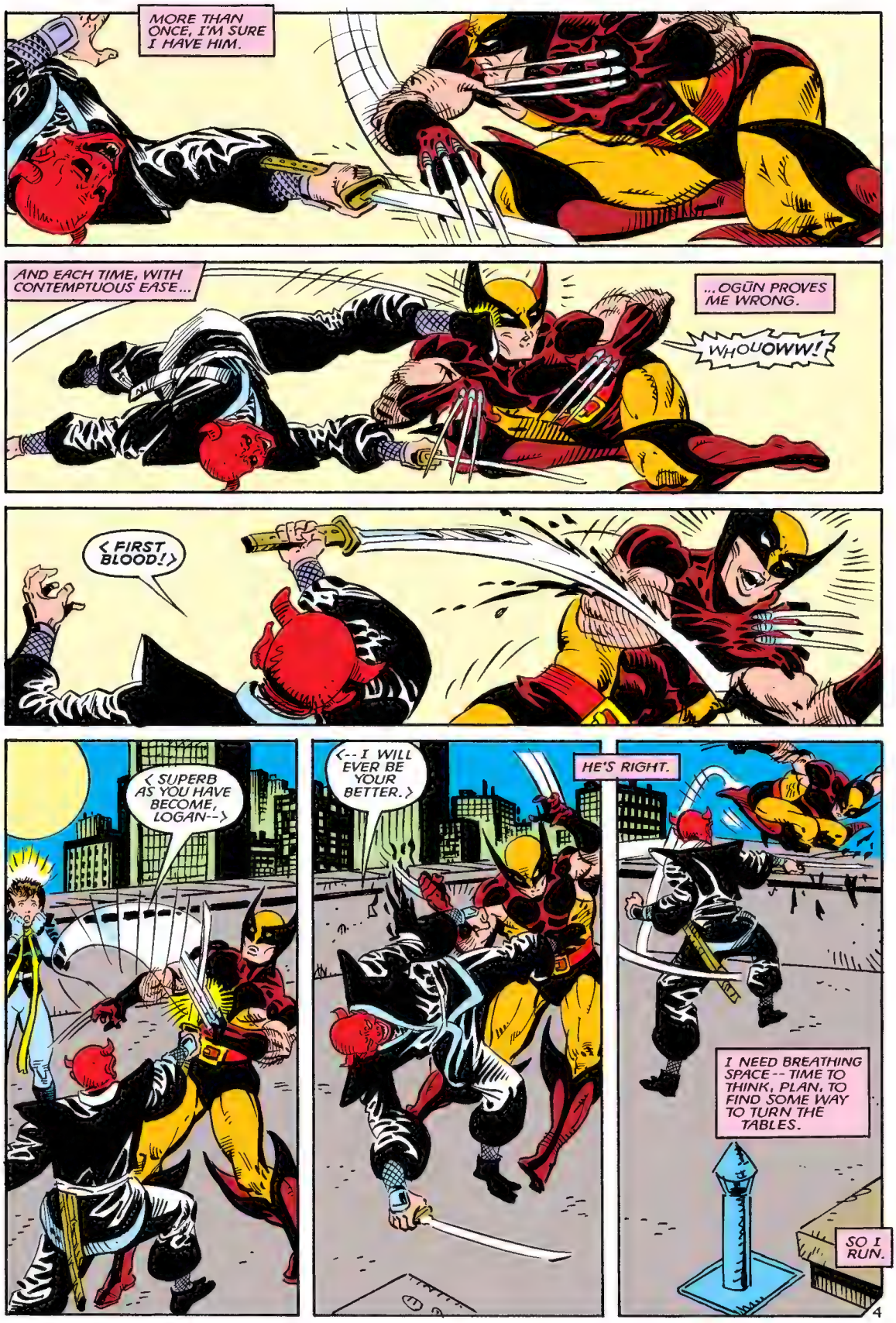
TŌKYŌ.
〈... HONORED FOE, THOUGH IT BREAKS MY HEART...〉
〈... YOUR DAYS ARE ENDED.〉*
I WOULDN'T DO THAT, BUB...
...IF I WERE YOU.
I'M WOLVERINE.
THE GIRL'S KITTY PRYDE, THE GUY OGUN. SHE'S A FRIEND-- AN' SO, LONG AGO, WAS HE.
BEFORE TONIGHT'S OVER, ONE OF US IS GONNA DIE.
*TRANSLATED FROM THE JAPANESE -- AnnN.

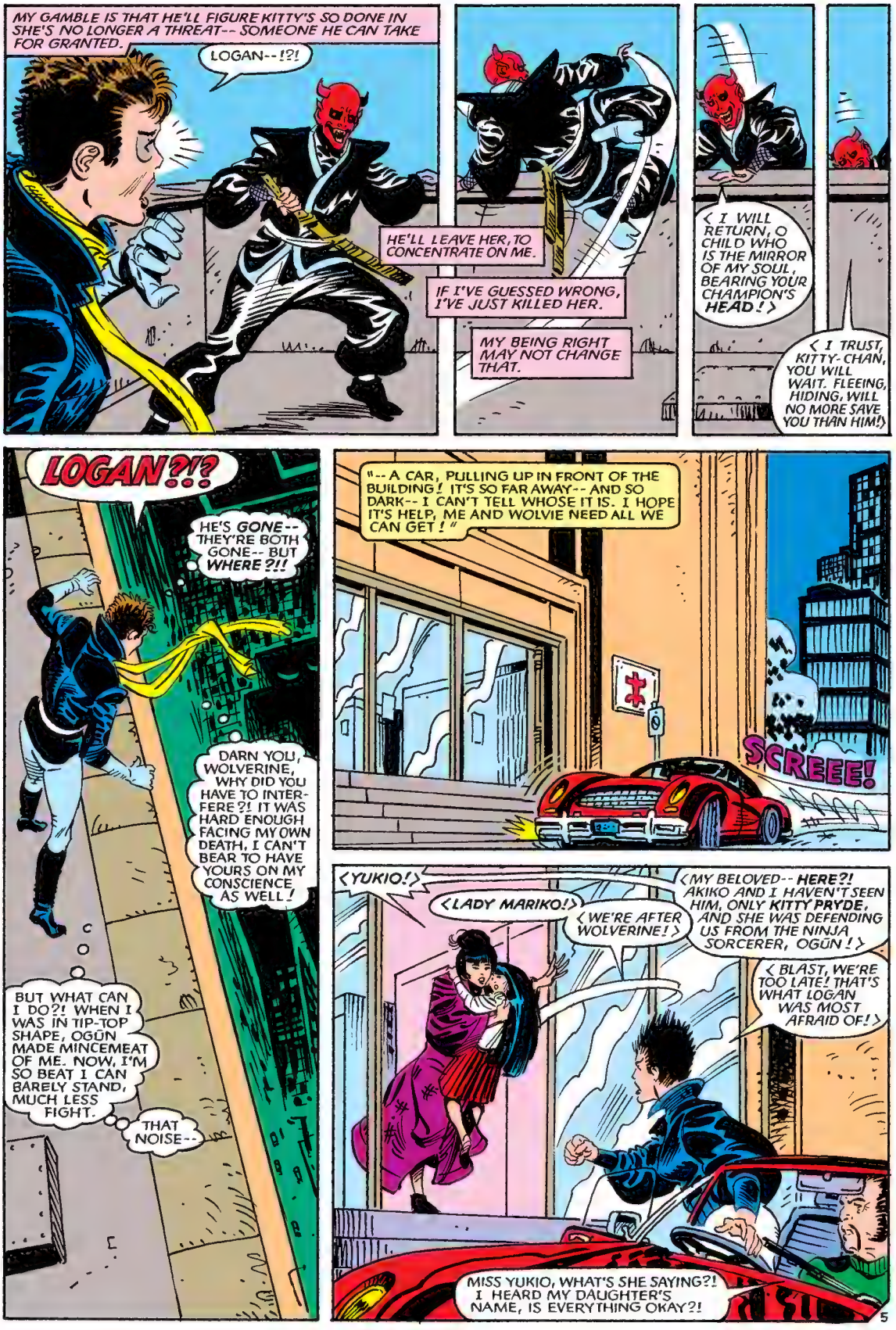
CHRIS CLAREMONT, *WRITER* | ALLEN MILGROM, *ARTIST*

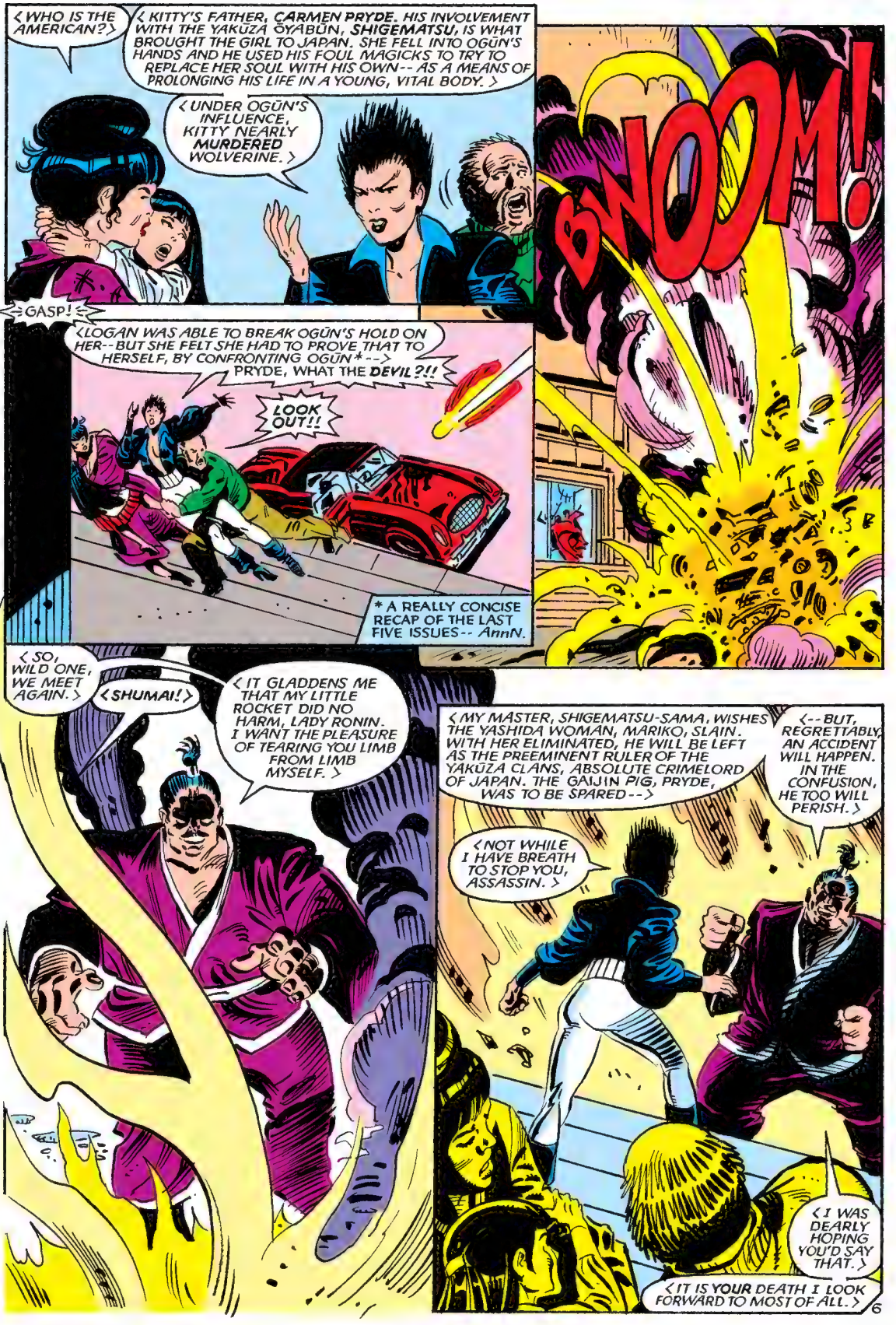
GLYNIS WEIN *COLORIST* | TOM ORZECHOWSKI *LETTERER* | ANN NOCENTI *EDITOR* | JIM SHOOTER *EDITOR-IN-CHIEF*

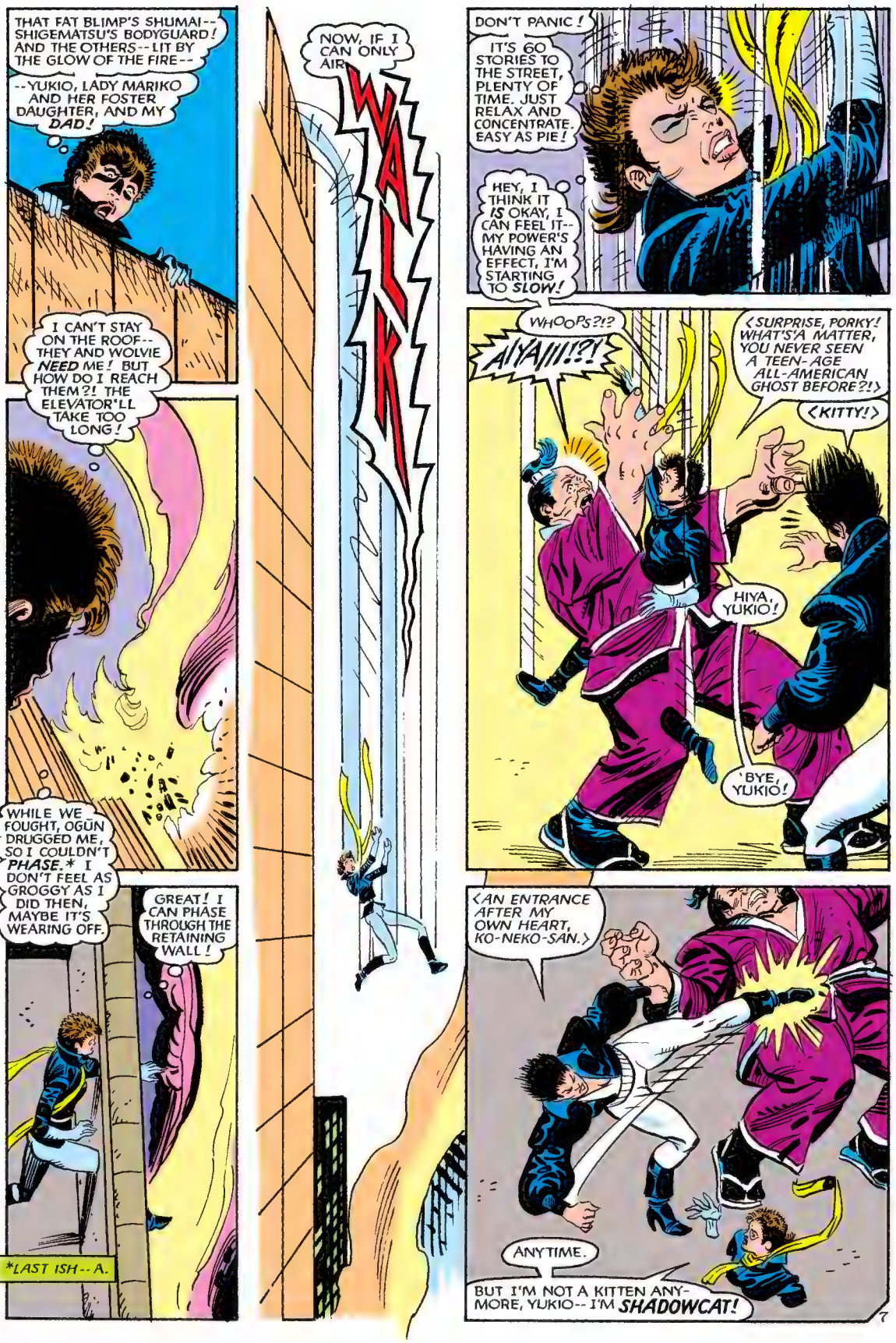

〈SO-- THE PUPIL AT LAST THINKS HIMSELF THE EQUAL OF HIS MASTER.〉
YUP.
WOLVIE, NO! DON'T!
SHUT UP, KID. STAY OUTTA THIS.
OGŪN AND I FACE OFF...
...AN' I REMEMBER THE STORY I TOLD KITTY, ABOUT THE DAY HE MET MIYAMOTO MUSASHI-- THE GREATEST SWORDSMAN IN JAPANESE HISTORY-- ON A BRIDGE TOO NARROW FOR BOTH MEN TO CROSS TOGETHER.
THE LESSER SAMURAI WOULD HAVE TO GIVE WAY, TO LET HIS BETTER PASS.
BUT NEITHER STEPPED ASIDE.
INSTEAD, THEY DREW SWORDS.
FOR ONE MINUTE, THEY STOOD WITH EYES LOCKED--
--EACH TAKING THE FULL MEASURE OF HIS FOE...
--REALIZING, AT THE LAST, THAT THEY WERE IN EVERY RESPECT EQUALS.
THIS TEST OF WILLS HAD BEEN THEIR DUEL, WHEREIN THEY LEARNED THIS WAS A BATTLE NEITHER COULD WIN.
AND SO, THEY SHEATHED THEIR BLADES AND WENT THEIR SEPARATE WAYS.
NOW IT'S MY TURN.


I'M NOT SO LUCKY.
KIAIIII!...
I'M THE BEST THERE IS AT WHAT I DO.
SNIKT!
SNIKT!
TONIGHT, THAT ISN'T GOOD ENOUGH.


MORE THAN ONCE, I'M SURE I HAVE HIM.
AND EACH TIME, WITH CONTEMPTUOUS EASE...
...OGŪN PROVES ME WRONG.
WHOUOWW!
<FIRST BLOOD!>
<SUPERB AS YOU HAVE BECOME, LOGAN--->
<--I WILL EVER BE YOUR BETTER.>
HE'S RIGHT.
I NEED BREATHING SPACE -- TIME TO THINK, PLAN, TO FIND SOME WAY TO TURN THE TABLES.
SO I RUN.


MY GAMBLE IS THAT HE'LL FIGURE KITTY'S SO DONE IN SHE'S NO LONGER A THREAT-- SOMEONE HE CAN TAKE FOR GRANTED.
LOGAN--!?!
HE'LL LEAVE HER, TO CONCENTRATE ON ME.
IF I'VE GUESSED WRONG, I'VE JUST KILLED HER.
MY BEING RIGHT MAY NOT CHANGE THAT.
〈I WILL RETURN, O CHILD WHO IS THE MIRROR OF MY SOUL, BEARING YOUR CHAMPION'S HEAD!〉
〈I TRUST, KITTY-CHAN, YOU WILL WAIT. FLEEING, HIDING, WILL NO MORE SAVE YOU THAN HIM!〉
LOGAN?!?
HE'S GONE-- THEY'RE BOTH GONE-- BUT WHERE?!!
DARN YOU, WOLVERINE, WHY DID YOU HAVE TO INTERFERE?! IT WAS HARD ENOUGH FACING MY OWN DEATH, I CAN'T BEAR TO HAVE YOURS ON MY CONSCIENCE AS WELL!
BUT WHAT CAN I DO?! WHEN I WAS IN TIP-TOP SHAPE, OGŪN MADE MINCEMEAT OF ME. NOW, I'M SO BEAT I CAN BARELY STAND, MUCH LESS FIGHT.
THAT NOISE--
"-- A CAR, PULLING UP IN FRONT OF THE BUILDING! IT'S SO FAR AWAY-- AND SO DARK-- I CAN'T TELL WHOSE IT IS. I HOPE IT'S HELP, ME AND WOLVIE NEED ALL WE CAN GET!"
SCREEE!
〈YUKIO!〉
〈LADY MARIKO!〉
〈WE'RE AFTER WOLVERINE!〉
〈MY BELOVED-- HERE?! AKIKO AND I HAVEN'T SEEN HIM, ONLY KITTY PRYDE, AND SHE WAS DEFENDING US FROM THE NINJA SORCERER, OGŪN!〉
〈BLAST, WE'RE TOO LATE! THAT'S WHAT LOGAN WAS MOST AFRAID OF!〉
MISS YUKIO, WHAT'S SHE SAYING?! I HEARD MY DAUGHTER'S NAME, IS EVERYTHING OKAY?!


〈WHO IS THE AMERICAN?〉
〈KITTY'S FATHER, CARMEN PRYDE. HIS INVOLVEMENT WITH THE YAKUZA OYABUN, SHIGEMATSU, IS WHAT BROUGHT THE GIRL TO JAPAN. SHE FELL INTO OGUN'S HANDS AND HE USED HIS FOUL MAGICKS TO TRY TO REPLACE HER SOUL WITH HIS OWN-- AS A MEANS OF PROLONGING HIS LIFE IN A YOUNG, VITAL BODY.〉
〈UNDER OGUN'S INFLUENCE, KITTY NEARLY MURDERED WOLVERINE.〉
BWOOM!
GASP!
〈LOGAN WAS ABLE TO BREAK OGUN'S HOLD ON HER-- BUT SHE FELT SHE HAD TO PROVE THAT TO HERSELF, BY CONFRONTING OGUN*--〉
PRYDE, WHAT THE DEVIL?!!
LOOK OUT!!
* A REALLY CONCISE RECAP OF THE LAST FIVE ISSUES-- AnnN.
〈SO, WILD ONE, WE MEET AGAIN.〉
〈SHUMAI!〉
〈IT GLADDENS ME THAT MY LITTLE ROCKET DID NO HARM, LADY RONIN. I WANT THE PLEASURE OF TEARING YOU LIMB FROM LIMB MYSELF.〉
〈MY MASTER, SHIGEMATSU-SAMA, WISHES THE YASHIDA WOMAN, MARIKO, SLAIN. WITH HER ELIMINATED, HE WILL BE LEFT AS THE PREEMINENT RULER OF THE YAKUZA CLANS, ABSOLUTE CRIMELORD OF JAPAN. THE GAIJIN PIG, PRYDE, WAS TO BE SPARED--〉
〈--BUT, REGRETTABLY, AN ACCIDENT WILL HAPPEN. IN THE CONFUSION, HE TOO WILL PERISH.〉
〈NOT WHILE I HAVE BREATH TO STOP YOU, ASSASSIN.〉
〈I WAS DEARLY HOPING YOU'D SAY THAT.〉
〈IT IS YOUR DEATH I LOOK FORWARD TO MOST OF ALL.〉

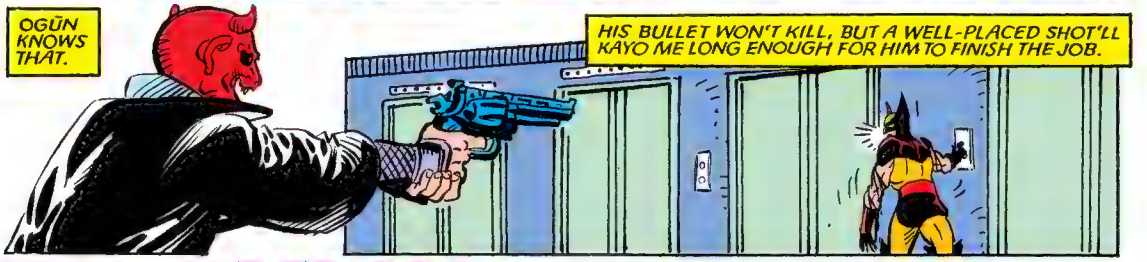

THAT FAT BLIMP'S SHUMAI--SHIGEMATSU'S BODYGUARD! AND THE OTHERS--LIT BY THE GLOW OF THE FIRE--
--YUKIO, LADY MARIKO AND HER FOSTER DAUGHTER, AND MY DAD!
I CAN'T STAY ON THE ROOF--THEY AND WOLVIE NEED ME! BUT HOW DO I REACH THEM?! THE ELEVATOR'LL TAKE TOO LONG!
NOW, IF I CAN ONLY AIR
WALK
DON'T PANIC! IT'S 60 STORIES TO THE STREET, PLENTY OF TIME. JUST RELAX AND CONCENTRATE. EASY AS PIE!
HEY, I THINK IT IS OKAY, I CAN FEEL IT--MY POWER'S HAVING AN EFFECT, I'M STARTING TO SLOW!
WHOOPS?!?
AIYA!!!?!
<SURPRISE, PORKY! WHAT'S'A MATTER, YOU NEVER SEEN A TEEN-AGE ALL-AMERICAN GHOST BEFORE?!>
<KITTY!>
HIYA, YUKIO!
'BYE, YUKIO!
WHILE WE FOUGHT, OGÚN DRUGGED ME, SO I COULDN'T PHASE.* I DON'T FEEL AS GROGGY AS I DID THEN, MAYBE IT'S WEARING OFF.
GREAT! I CAN PHASE THROUGH THE RETAINING WALL!
*LAST ISH--A.
<AN ENTRANCE AFTER MY OWN HEART, KO-NEKO-SAN.>
ANYTIME.
BUT I'M NOT A KITTEN ANY-MORE, YUKIO--I'M SHADOWCAT!

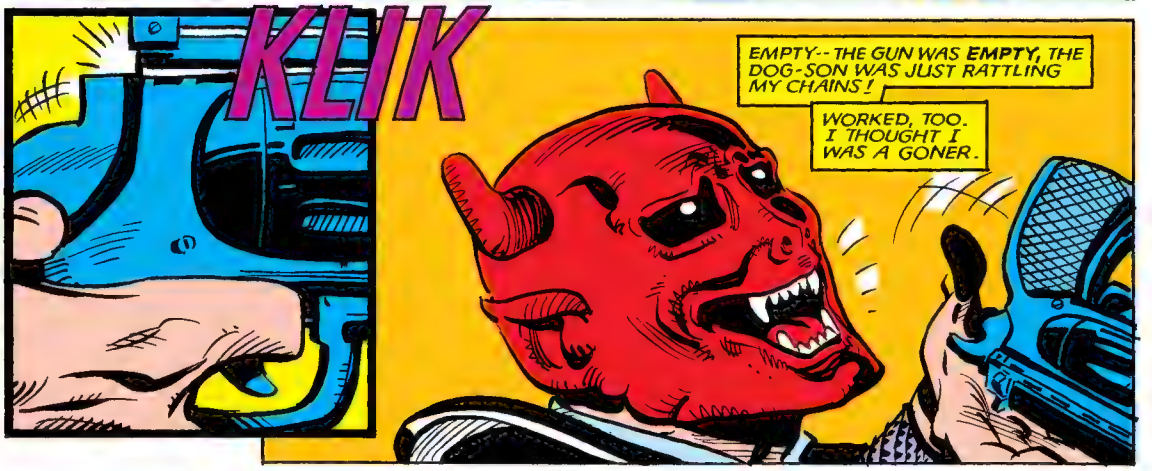
MY LORD-- KITTY, I THOUGHT YOU WERE DEAD FOR SURE!
HOW COULD ANYONE SURVIVE A FALL LIKE THAT?!
PRACTICE MAKES PERFECT, DADDY.
NEED A HAND, YUKIO?
APPRECIATE THE THOUGHT, KIDDO.
BUT I'M DOING...
SPAK!
...JUST FINE...
...ON MY OWN.
KITTY, WAIT! WHERE ARE YOU GOING?!
THUD!
UNFINISHED BUSINESS. I'LL SEE YOU ALL LATER.
I HOPE.
NO! HAVEN'T YOU LEARNED YET?! YOU DON'T HAVE A PRAYER AGAINST OGUN!
HAVEN'T YOU LEARNED YET, DAD-- WOLVIE'S RISKING EVERY-THING FOR ME.
I OWE HIM THE SAME CHANCE.

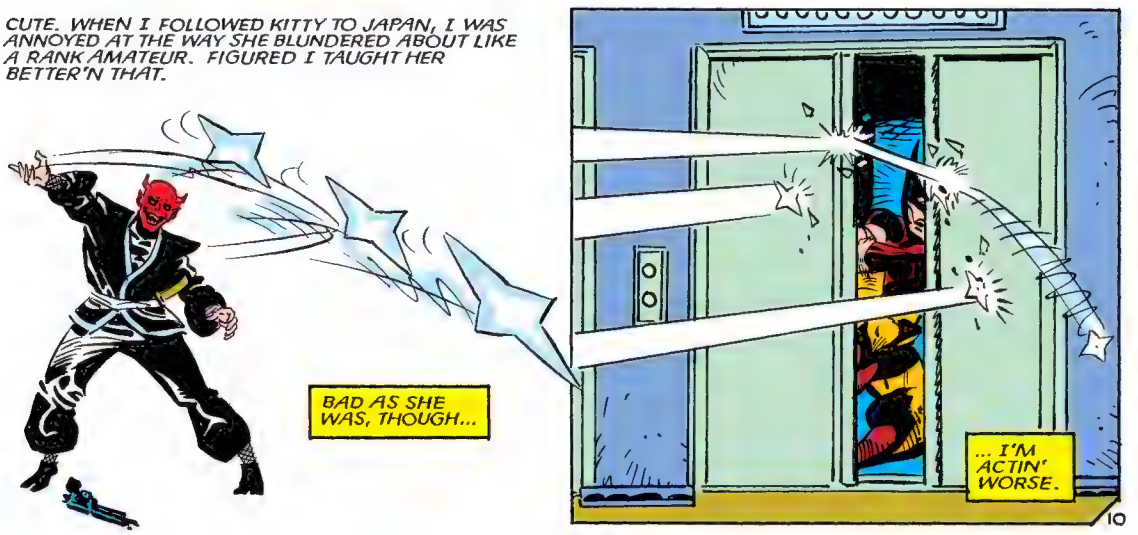
THEY SAY THIS IS THE MOST POPULAR GAME IN JAPAN.
PACHINKO
ANY HOUR, DAY OR NIGHT, A BIG CITY PACHINKO PARLOR'S ALWAYS JUMPING.
I FIGURED MY BEST BET WAS TO LOSE MYSELF IN A CROWD.
IF THAT WAS RIGHT-- IF THIS WAS MY BEST HOPE--
--I'M IN A WHOLE LOT OF TROUBLE.
< HEY! WHADDYA DOING BUSTING UP MY PLACE?! >
< Tsk, tsk, tsk-- HONORED PROPRIETER, WERE YOU NOT AWARE-- >
<-- THAT SUCH WEAPONS ARE ILLEGAL IN OUR LAND?>
< WHY, ONE MIGHT ALMOST BELIEVE WE ARE IN THE WILD WEST! >
PHOOM PHOOM PHOOM
GUN'S A .44 MAGNUM--
--AND FROM THE SOUND OF THE BULLETS, THEY'RE TEFLON-COATED ARMOR-PIERCERS, AS DEADLY AS THEY COME.
LUCKY FOR ME, MY BONES ARE LACED WITH ADAMANTIUM-- THE STRONGEST METAL KNOWN-- THEY CAN'T BE BROKEN.
MY CLAWS ARE FORGED OF THE PURE STUFF.
THERE'S NOTHING THEY CAN'T CUT...

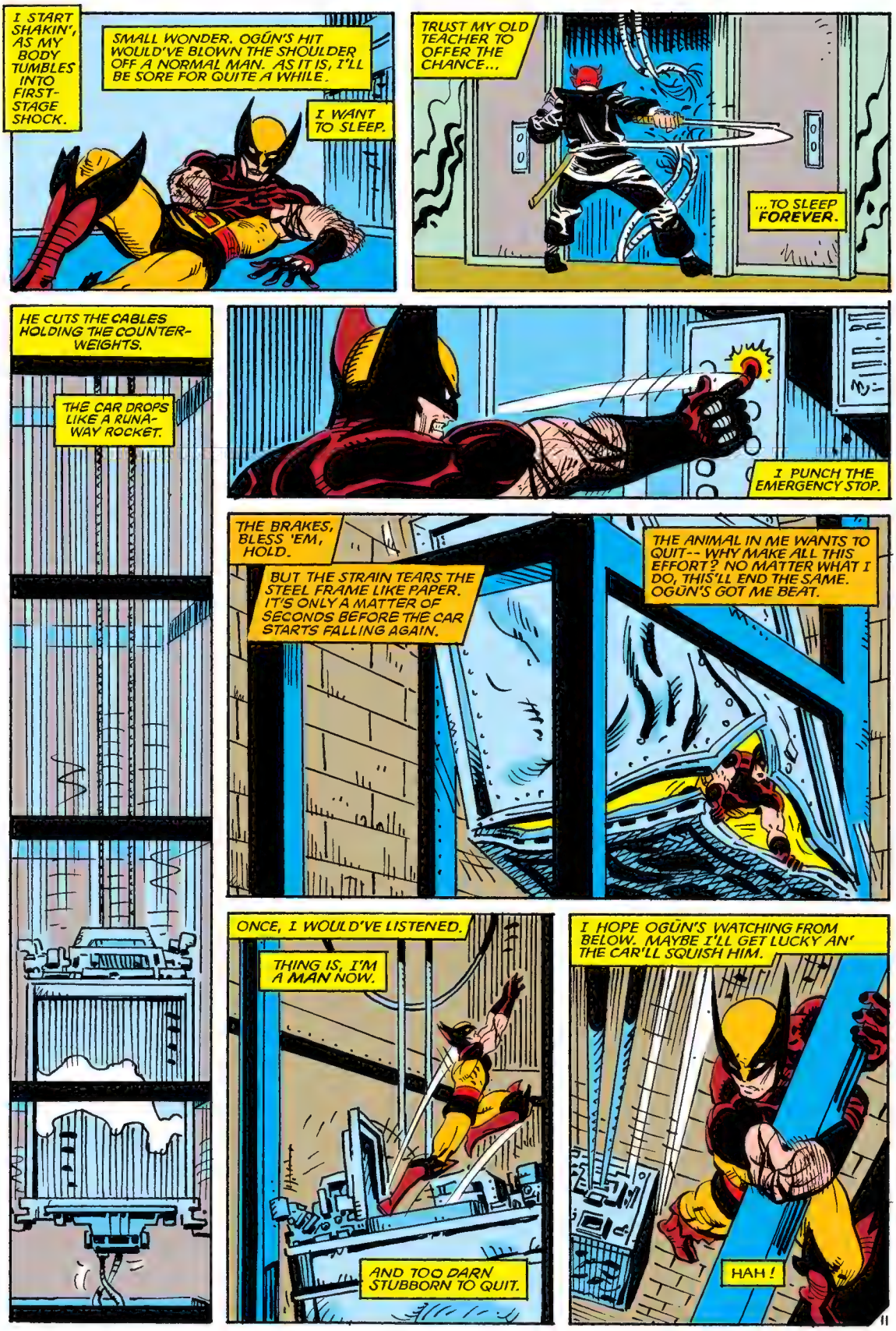
...PROVIDED I MAKE CONTACT.

HE KNEW I WAS THERE-- HE SET ME UP!
AN' HE'S FASTER'N EVER, FASTER'N ME.
WHAT MAKES ME A MUTANT IS MY BODY'S FAST-HEALING ABILITY. WITH IT, I CAN SURVIVE ALMOST ANY POISON, DISEASE OR WOUND.

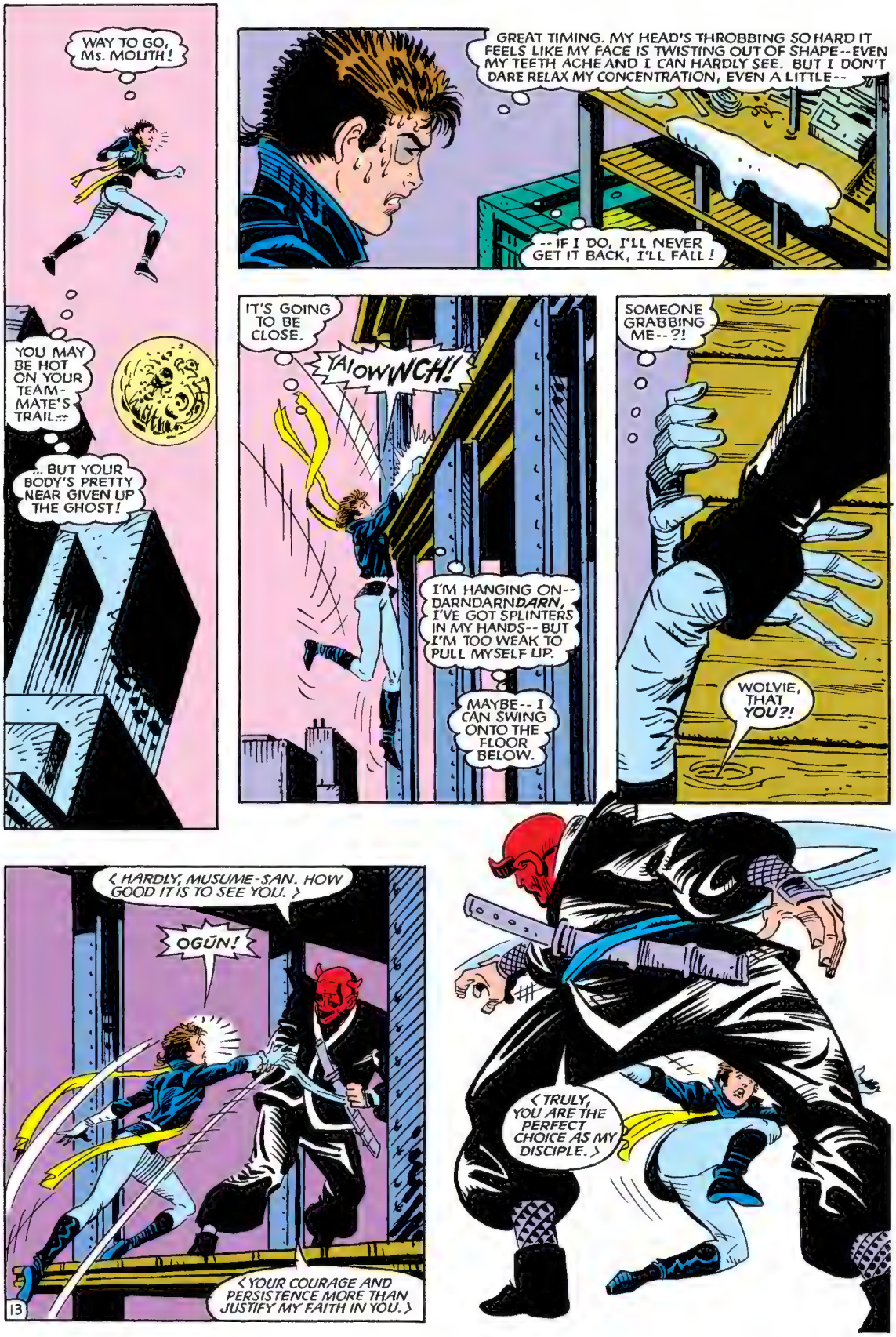

OGUN KNOWS THAT.
HIS BULLET WON'T KILL, BUT A WELL-PLACED SHOT'LL KAYO ME LONG ENOUGH FOR HIM TO FINISH THE JOB.

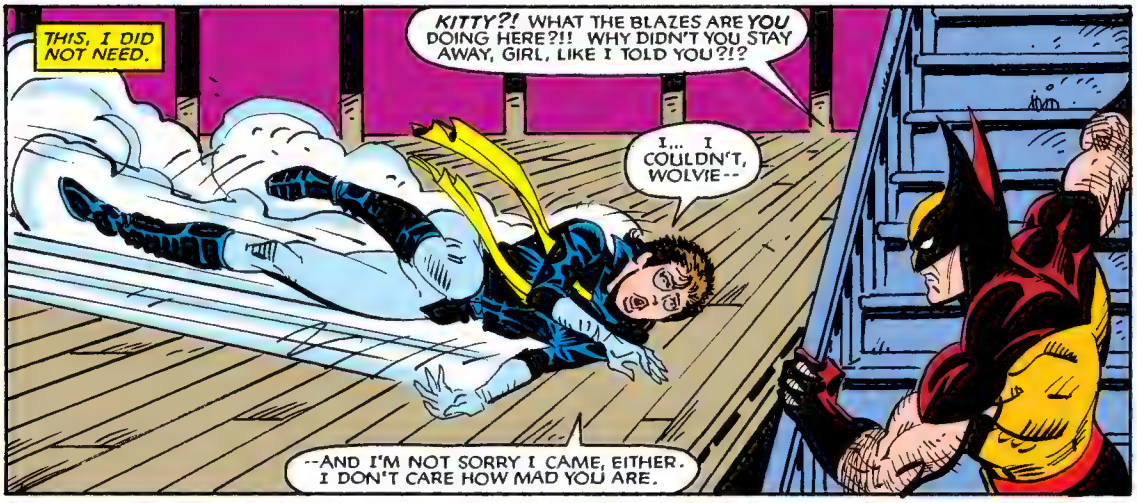

KLIK
EMPTY-- THE GUN WAS EMPTY, THE DOG-SON WAS JUST RATTLING MY CHAINS!
WORKED, TOO. I THOUGHT I WAS A GONER.


CUTE. WHEN I FOLLOWED KITTY TO JAPAN, I WAS ANNOYED AT THE WAY SHE BLUNDERED ABOUT LIKE A RANK AMATEUR. FIGURED I TAUGHT HER BETTER'N THAT.
BAD AS SHE WAS, THOUGH...
... I'M ACTIN' WORSE.

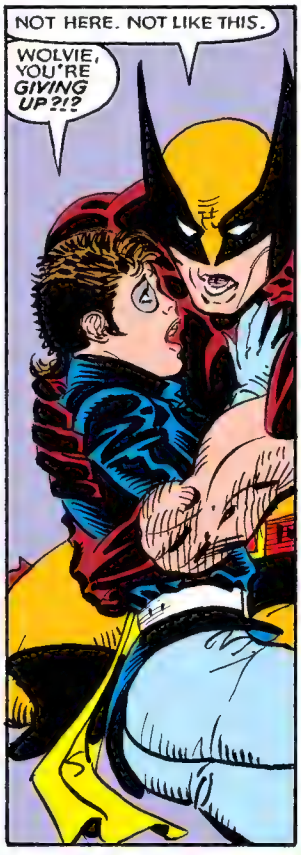

I START SHAKIN', AS MY BODY TUMBLES INTO FIRST-STAGE SHOCK.
SMALL WONDER. OGÚN'S HIT WOULD'VE BLOWN THE SHOULDER OFF A NORMAL MAN. AS IT IS, I'LL BE SORE FOR QUITE A WHILE.
I WANT TO SLEEP.
TRUST MY OLD TEACHER TO OFFER THE CHANCE...
...TO SLEEP FOREVER.
HE CUTS THE CABLES HOLDING THE COUNTER-WEIGHTS.
THE CAR DROPS LIKE A RUNA-WAY ROCKET.
I PUNCH THE EMERGENCY STOP.
THE BRAKES, BLESS 'EM, HOLD.
BUT THE STRAIN TEARS THE STEEL FRAME LIKE PAPER. IT'S ONLY A MATTER OF SECONDS BEFORE THE CAR STARTS FALLING AGAIN.
THE ANIMAL IN ME WANTS TO QUIT-- WHY MAKE ALL THIS EFFORT? NO MATTER WHAT I DO, THIS'LL END THE SAME. OGÚN'S GOT ME BEAT.
ONCE, I WOULD'VE LISTENED.
THING IS, I'M A MAN NOW.
AND TOO DARN STUBBORN TO QUIT.
I HOPE OGÚN'S WATCHING FROM BELOW. MAYBE I'LL GET LUCKY AN' THE CAR'LL SQUISH HIM.
HAH!

TOP FLOOR, EVERYBODY OUT.
AS GOOD A PLACE AS ANY FOR A LAST STAND.
< WHERE'S PRYDE? THE FAT FOOL RUN AWAY?! >
< HE HAS GONE, YUKIO-SAN, BUT NOT FLED. >
< THE BLAZES WITH HIM! HE CAN SAVE HIS OWN BUTT FROM NOW ON! I'M THROUGH! >
< WHY ARE YOU SO HARSH? HE IS NOT AN EVIL MAN, HE DESERVES BETTER AT THE HANDS OF HIS FRIENDS. >
< HE DESERVES, LADY, PRECISELY WHAT I GIVE HIM. >
< NOTHING. >
< LET'S GET OUT OF HERE, WE'VE A SAFE HOUSE TO FIND. >
I'M JUMPING AT SHADOWS -- I SHOULDN'T HAVE LEFT YUKIO, BUT I COULDN'T STAY ANY LONGER. I'M SO SCARED, I DON'T KNOW WHERE TO GO OR WHAT TO DO, EVERY SECOND I EXPECT TO MEET A MAN WITH A GUN.
I ALMOST WISH I WOULD, IF ONLY TO END THE SUSPENSE.
HOW COULD THIS HAVE HAPPENED, WHAT DID I DO TO DESERVE IT?!!
CUT THE SOB-STORY, MISTER -- YOU KNOW, YOU'VE ALWAYS KNOWN. YOU MADE A CHOICE AND NOW YOU HAVEN'T GOT THE GUTS TO LIVE WITH IT.
WHAT BROUGHT ME HERE DOESN'T MATTER, THE IMPORTANT THING IS WHAT I DO NEXT.
KITTY SPOKE OF "UNFINISHED BUSINESS." SHE'LL PROBABLY DIE TRYING TO HELP WOLVERINE -- SHE OWES HIM, THAT'S HER WAY OF PAYING THE DEBT. THE JAPANESE CALL IT GIRI -- AN OBLIGATION, A DUTY.
EVERY ACTION HAS CONSEQUENCES AND AN HONORABLE MAN TAKES RESPONSIBILITY FOR HIS DEEDS. OR HE DOESN'T, AND IS NEITHER HONORABLE NOR A MAN.
THE CHOICE IS THAT SIMPLE...
... AND THAT HARD.
Oh, KITTY, MY DARLING, LOVELY GIRL, I WISH I HAD A FRACTION OF YOUR COURAGE.
MAY I HELP YOU, SIR?
I... NO, NOBODY CAN. IT'S SOMETHING ONLY I CAN DO.
BEG PARDON, SIR?
MAY I SPEAK WITH SOMEONE FROM THE JUSTICE DEPARTMENT, PLEASE, AND A TREASURY OFFICER AS WELL.
I KNOW IT'S VERY LATE, BUT I'D LIKE TO REPORT A CRIME.
U.S. EMBASSY
EMBASSY


WAY TO GO, Ms. MOUTH!
YOU MAY BE HOT ON YOUR TEAM-MATE'S TRAIL...
... BUT YOUR BODY'S PRETTY NEAR GIVEN UP THE GHOST!
GREAT TIMING. MY HEAD'S THROBBING SO HARD IT FEELS LIKE MY FACE IS TWISTING OUT OF SHAPE--EVEN MY TEETH ACHE AND I CAN HARDLY SEE. BUT I DON'T DARE RELAX MY CONCENTRATION, EVEN A LITTLE--
-- IF I DO, I'LL NEVER GET IT BACK, I'LL FALL!
IT'S GOING TO BE CLOSE.
YAIOWWNCH!
I'M HANGING ON-- DARNDARN*DARN*, I'VE GOT SPLINTERS IN MY HANDS-- BUT I'M TOO WEAK TO PULL MYSELF UP.
MAYBE-- I CAN SWING ONTO THE FLOOR BELOW.
SOMEONE GRABBING ME--?!
WOLVIE, THAT *YOU*?!
〈HARDLY, MUSUME-SAN. HOW GOOD IT IS TO SEE YOU.〉
OGŪN!
〈YOUR COURAGE AND PERSISTENCE MORE THAN JUSTIFY MY FAITH IN YOU.〉
〈TRULY, YOU ARE THE PERFECT CHOICE AS MY DISCIPLE.〉
13

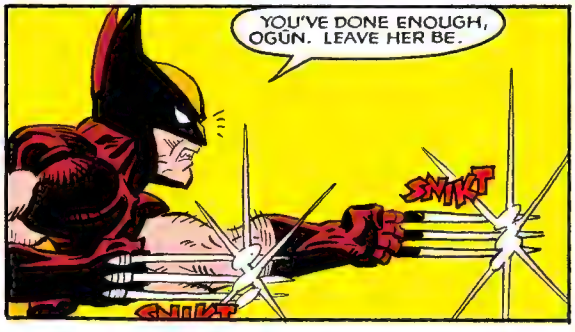

THIS, I DID NOT NEED.
KITTY?! WHAT THE BLAZES ARE YOU DOING HERE?!! WHY DIDN'T YOU STAY AWAY, GIRL, LIKE I TOLD YOU?!?
I... I COULDN'T, WOLVIE--
--AND I'M NOT SORRY I CAME, EITHER. I DON'T CARE HOW MAD YOU ARE.

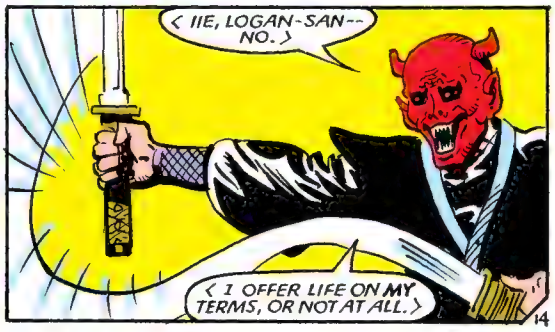
I JUST DIDN'T WANT YOU TO DIE, PUN'KIN.


NOT HERE. NOT LIKE THIS.
WOLVIE, YOU'RE GIVING UP?!?

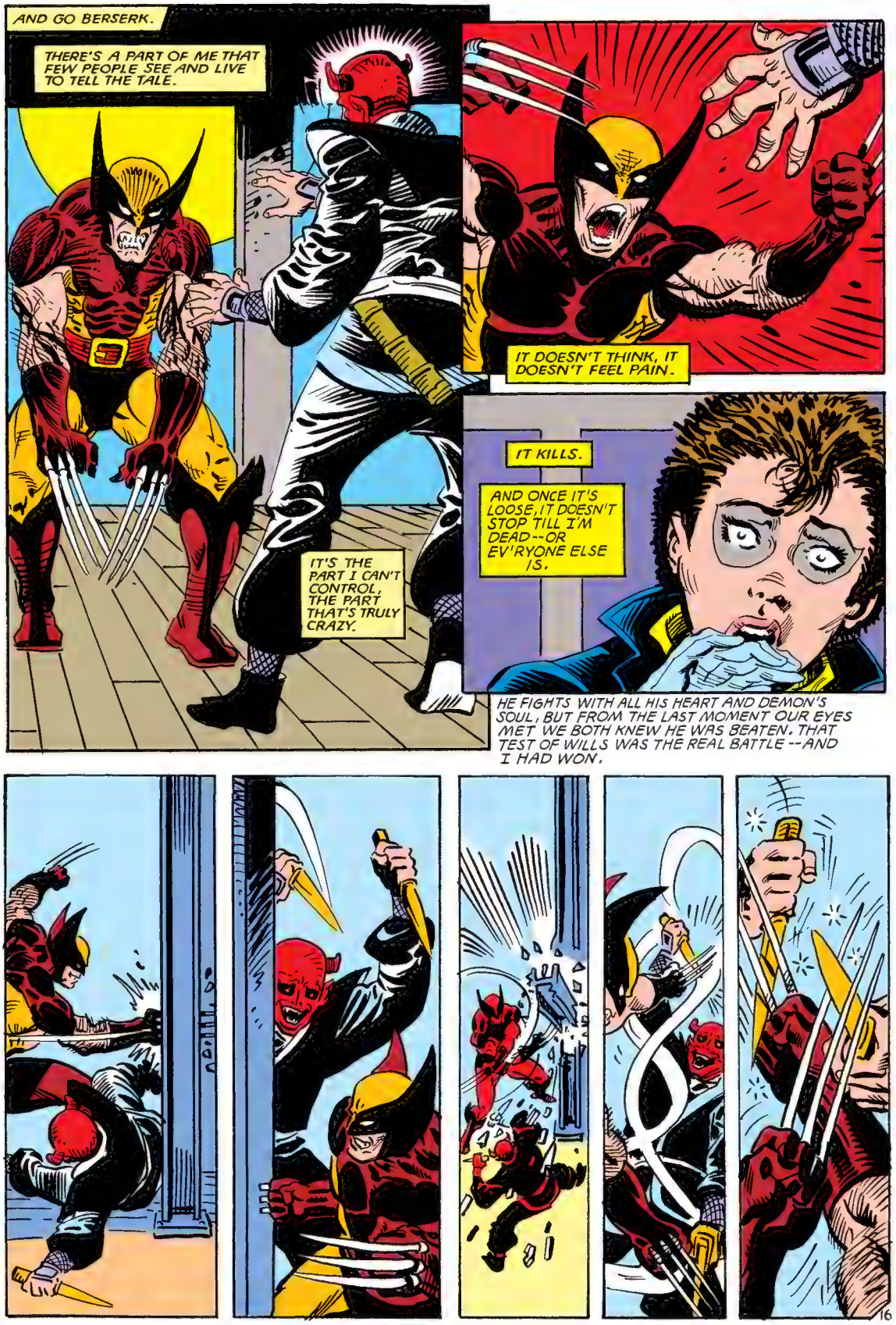
I'M FACING REALITY, KITTEN. I COULDN'T BEAT OGŪN WHEN WE FIRST MET, I CAN'T NOW.
I DON'T WANT TO DIE, LOGAN. I THOUGHT I COULD FACE IT WHEN I FIRST CONFRONTED OGŪN-- THAT I WOULDN'T BE AFRAID-- BUT I WAS LYING TO MYSELF. I WAS SO HAPPY WHEN YOU APPEARED, I THOUGHT I WAS SAVED.
I'M SORRY.

"DON'T GIVE ME SORRY, GIVE ME LIFE!"
< THAT IS QUITE BEYOND HIS POWER. I, HOWEVER, OFFER IMMORTALITY. >
< PLACE YOUR SOUL IN MY CARE, KATHERINE, AND WE SHALL VIEW ETERNITY TOGETHER. >


YOU'VE DONE ENOUGH, OGŪN. LEAVE HER BE.
SNIKT
SNIKT

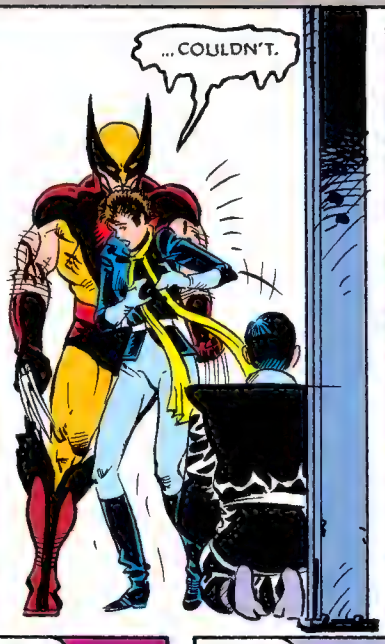

< IIE, LOGAN-SAN-- NO. >
< I OFFER LIFE ON MY TERMS, OR NOT AT ALL. >

SO BE IT.
OUR EYES MEET.
OUR WILLS CROSS.
FOR THE LAST TIME.
I SMILE.


AND GO BERSERK.
THERE'S A PART OF ME THAT FEW PEOPLE SEE AND LIVE TO TELL THE TALE.
IT'S THE PART I CAN'T CONTROL, THE PART THAT'S TRULY CRAZY.
IT DOESN'T THINK, IT DOESN'T FEEL PAIN.
IT KILLS.
AND ONCE IT'S LOOSE, IT DOESN'T STOP TILL I'M DEAD--OR EV'RYONE ELSE IS.
HE FIGHTS WITH ALL HIS HEART AND DEMON'S SOUL, BUT FROM THE LAST MOMENT OUR EYES MET WE BOTH KNEW HE WAS BEATEN. THAT TEST OF WILLS WAS THE REAL BATTLE --AND I HAD WON.

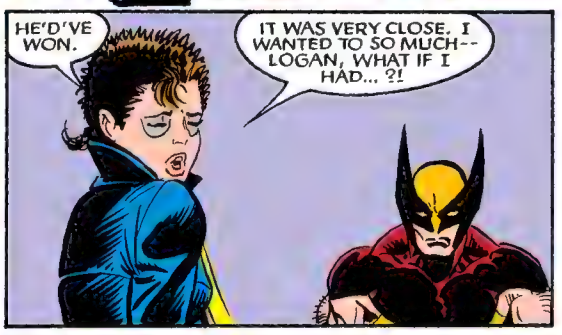
< KITTY! >
< HE'S YOURS! >
< THIS IS THE MOMENT YOU DESERVE, THE ONE YOU'VE EARNED! >
< THERE LIES HIS SWORD-- YOU CAN KILL HIM IF YOU WISH! >
SHE DOESN'T NOTICE I'M SPEAKING JAPANESE. SHE MOVES LIKE QUICK-SILVER LIGHTNING--SWIFT...
...SURE...
...DEADLY...
...FULL OF HATE.
KIAAIII!

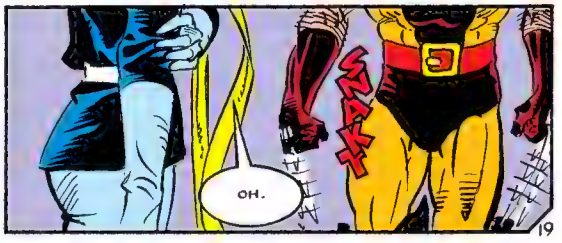
I...
...I...


...COULDN'T.

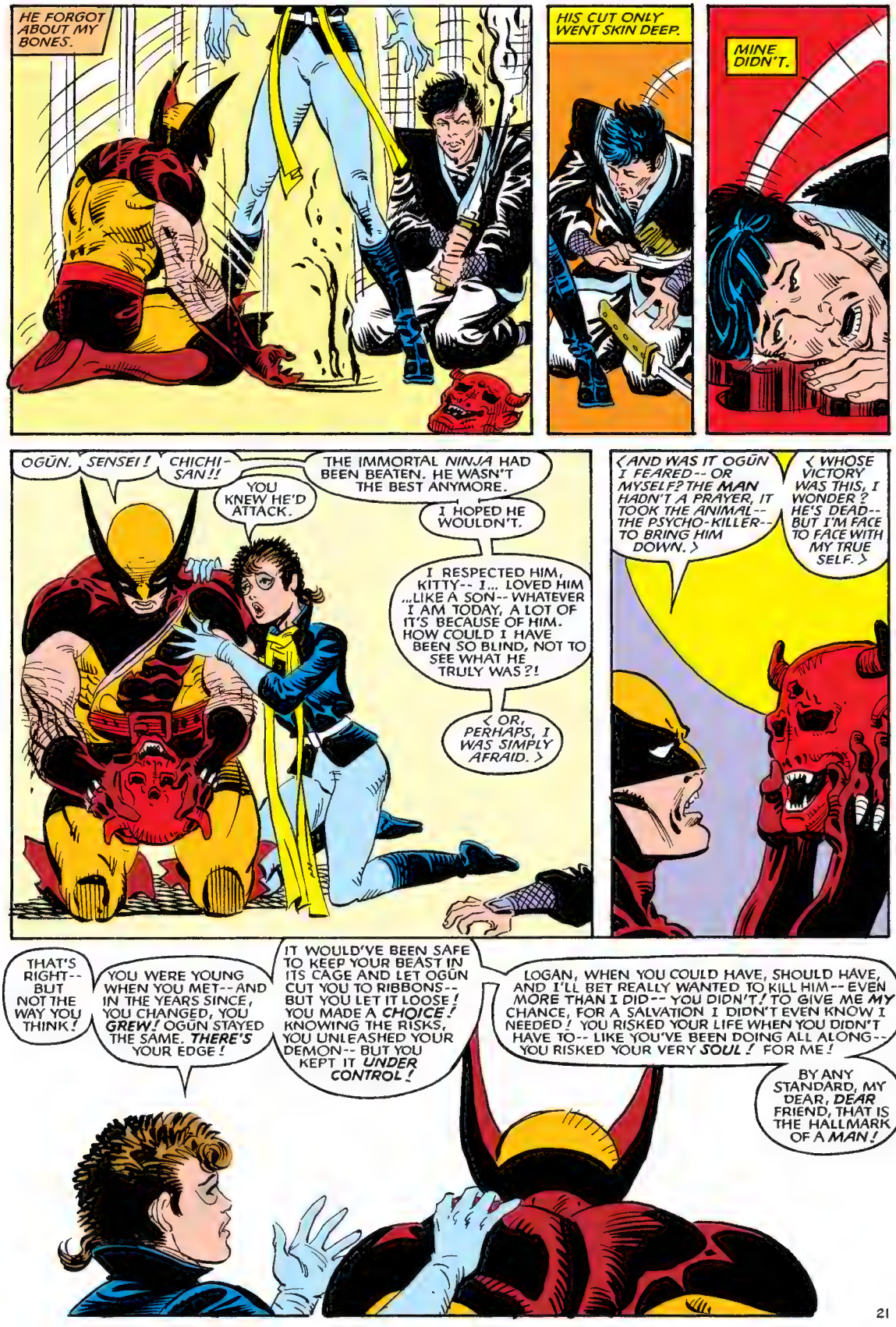
YOU... DID THAT DELIBERATELY! YOU GOADED ME INTO AN ATTACK!
YOU HAD TO BE SURE...
...AND SO DID I.

THAT KITTY WOULDN'T KILL--
--NOT EVER?!
OH SURE, MAYBE-- GIVEN THE NEED.
BUT NOT A BEATEN MAN, A HELPLESS ONE-- A FOE WHO'D SURRENDERED. THAT'S OGUN'S STYLE.
AN EXECUTION LIKE THAT WOULD'VE TIPPED THE SCALES INSIDE YOU--MADE YOU, IN THE FUNDAMENTAL CORE OF YOUR BEING-- JUST LIKE HIM.

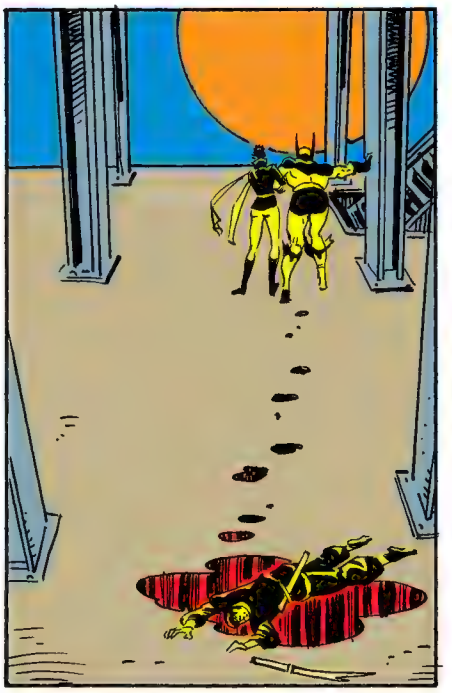

HE'D'VE WON.
IT WAS VERY CLOSE. I WANTED TO SO MUCH-- LOGAN, WHAT IF I HAD... ?!


OH.
SNIKT

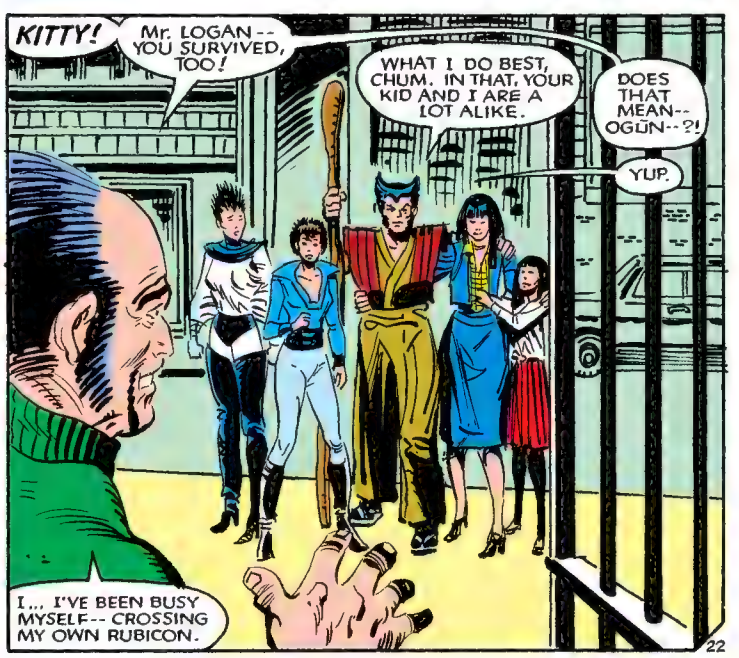
YOU NEEDED A REAL VICTORY, DARLIN'-- IRREFUTABLE PROOF THAT YOU WERE *YOU*--
--THIS WAS IT.
C'MON, LET'S GO HOME.
BUT OGUN--?!!
FORGET HIM. HE'S HISTORY.
PRYDE--
--PHASE!
SNIKT


HE FORGOT ABOUT MY BONES.
HIS CUT ONLY WENT SKIN DEEP.
MINE DIDN'T.
OGŪN.
SENSEI!
CHICHI-SAN!!
YOU KNEW HE'D ATTACK.
THE IMMORTAL NINJA HAD BEEN BEATEN. HE WASN'T THE BEST ANYMORE.
I HOPED HE WOULDN'T.
I RESPECTED HIM, KITTY-- I... LOVED HIM ...LIKE A SON-- WHATEVER I AM TODAY, A LOT OF IT'S BECAUSE OF HIM. HOW COULD I HAVE BEEN SO BLIND, NOT TO SEE WHAT HE TRULY WAS?!
< OR, PERHAPS, I WAS SIMPLY AFRAID. >
< AND WAS IT OGŪN I FEARED-- OR MYSELF? THE MAN HADN'T A PRAYER, IT TOOK THE ANIMAL-- THE PSYCHO-KILLER-- TO BRING HIM DOWN. >
< WHOSE VICTORY WAS THIS, I WONDER? HE'S DEAD-- BUT I'M FACE TO FACE WITH MY TRUE SELF. >
THAT'S RIGHT-- BUT NOT THE WAY YOU THINK!
YOU WERE YOUNG WHEN YOU MET-- AND IN THE YEARS SINCE, YOU CHANGED, YOU GREW! OGŪN STAYED THE SAME. THERE'S YOUR EDGE!
IT WOULD'VE BEEN SAFE TO KEEP YOUR BEAST IN ITS CAGE AND LET OGŪN CUT YOU TO RIBBONS-- BUT YOU LET IT LOOSE! YOU MADE A CHOICE! KNOWING THE RISKS, YOU UNLEASHED YOUR DEMON-- BUT YOU KEPT IT UNDER CONTROL!
LOGAN, WHEN YOU COULD HAVE, SHOULD HAVE, AND I'LL BET REALLY WANTED TO KILL HIM-- EVEN MORE THAN I DID-- YOU DIDN'T! TO GIVE ME MY CHANCE, FOR A SALVATION I DIDN'T EVEN KNOW I NEEDED! YOU RISKED YOUR LIFE WHEN YOU DIDN'T HAVE TO-- LIKE YOU'VE BEEN DOING ALL ALONG-- YOU RISKED YOUR VERY SOUL! FOR ME!
BY ANY STANDARD, MY DEAR, DEAR FRIEND, THAT IS THE HALLMARK OF A MAN!

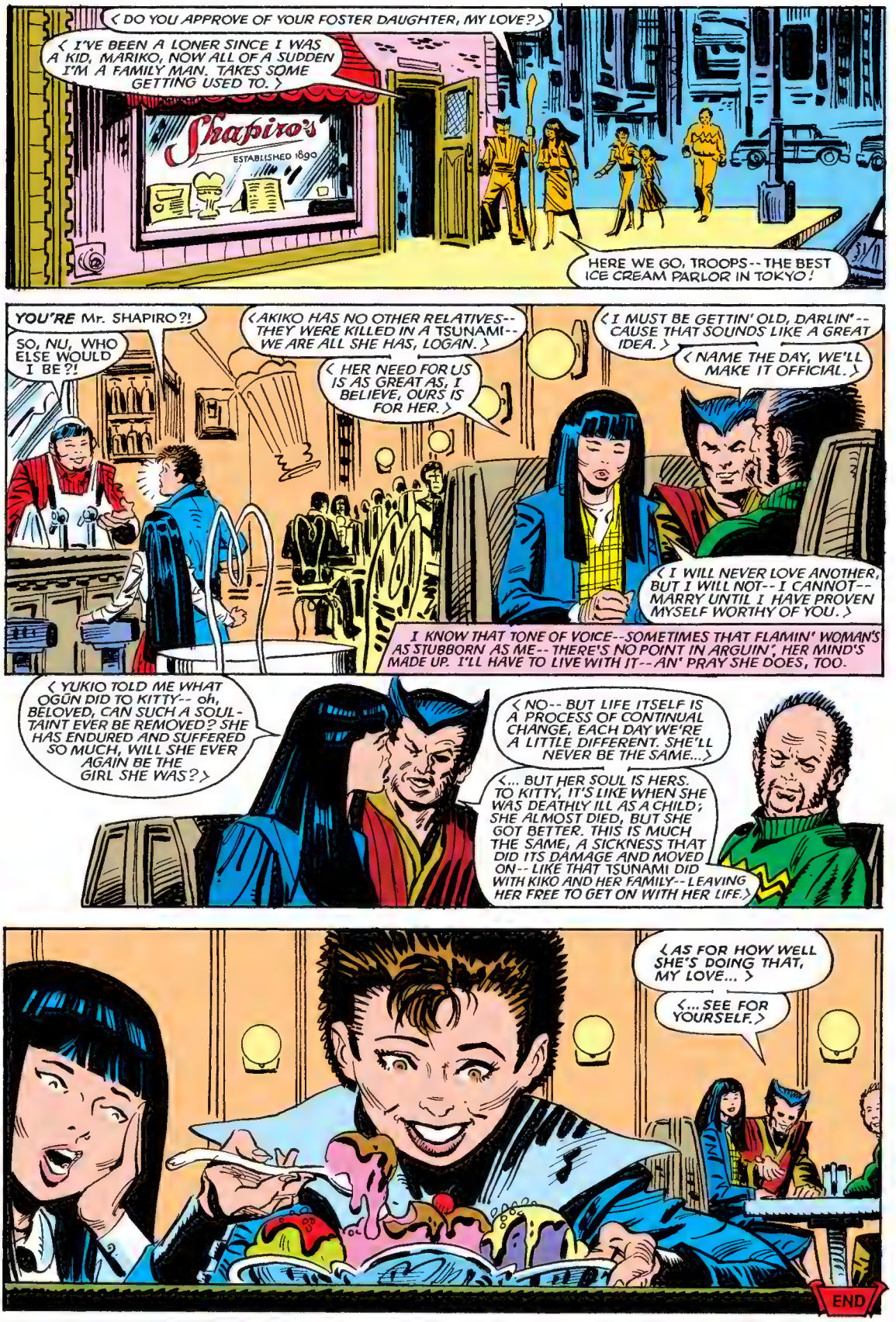
IT WASN'T ONLY ME WHO WON TONIGHT...
...IT WAS BOTH OF US!



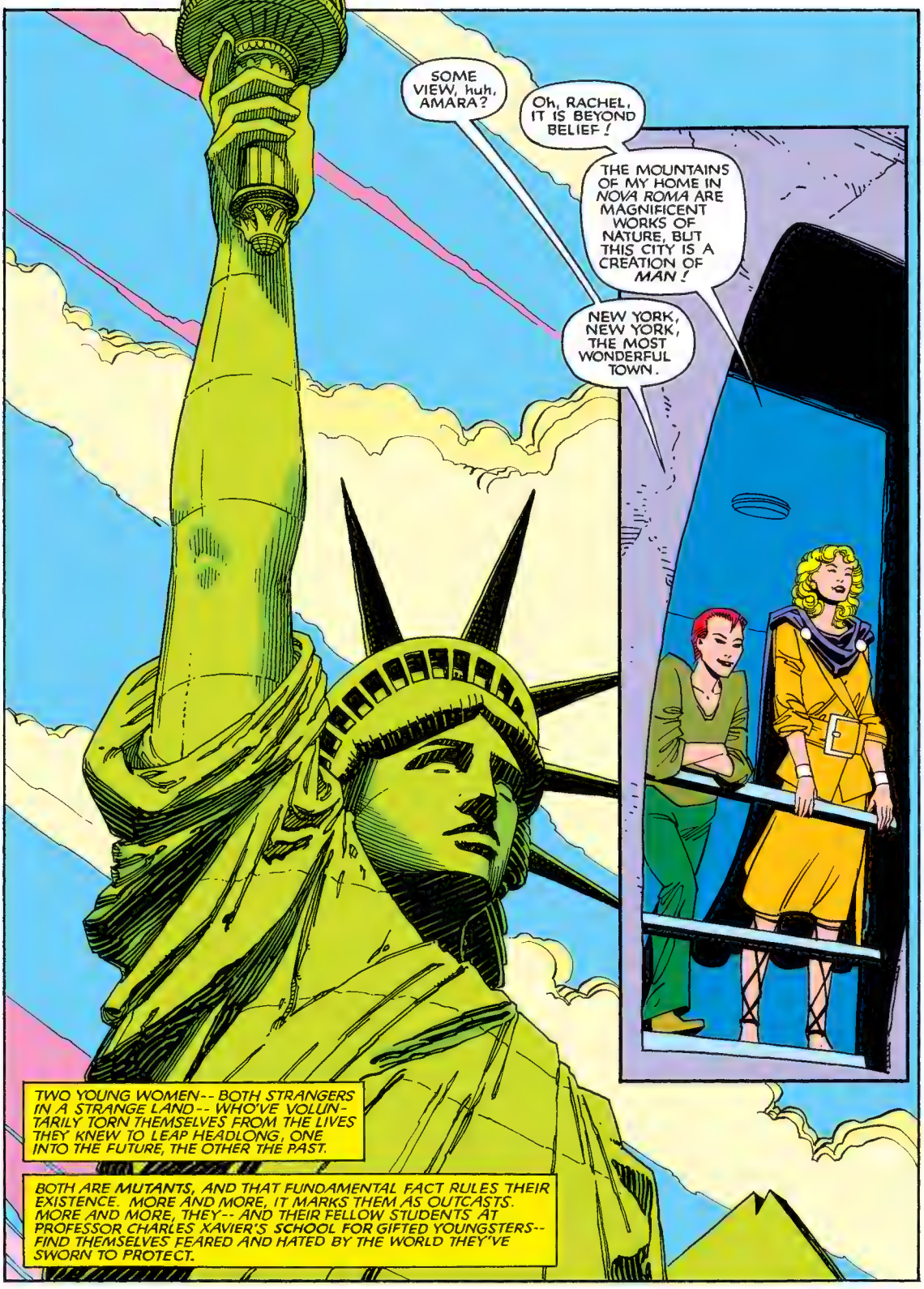
EPILOGUE...
M'IKO SQUARED THINGS WITH THE COPS--HAVING A LADY WHO'S ONE OF THE MOST POWERFUL PERSONS IN JAPAN HAS ITS USES--
--AND FROM THEM, WE LEARN WHERE KITTY'S DAD GOT TO.
U.S. BASSY


KITTY!
Mr. LOGAN--YOU SURVIVED, TOO!
WHAT I DO BEST, CHUM. IN THAT, YOUR KID AND I ARE A LOT ALIKE.
DOES THAT MEAN--OGŪN--?!
YUP.
I... I'VE BEEN BUSY MYSELF-- CROSSING MY OWN RUBICON.

I'VE BEEN WITH FEDERAL AGENTS, TELLING THEM EVERYTHING I KNOW ABOUT SHIGEMATSU'S AMERICAN OPERATION. WITH A LITTLE LUCK, I MAY JUST HAVE PUT HIM OUT OF BUSINESS.
I DIDN'T CUT ANY DEALS--OR ASK FOR IMMUNITY--THERE'S A FAIR CHANCE I'LL BE ARRESTED AS SOON AS I STEP OFF THE PLANE. BUT I FIND THE THOUGHT OF JAIL DOESN'T SCARE ME LIKE IT USED TO. I'M THROUGH AS A BANKER--I'VE LOST THAT, NO MATTER WHAT--
--BUT, AT LAST, MY CONSCIENCE IS CLEAR. I BROKE THE LAW--THOUGH I DID IT TO HELP PEOPLE IN DESPERATE NEED--AND I'D DO IT AGAIN IF I HAD TO. I'LL PAY THE PRICE FOR MY CRIMES, BUT I'M NOT ASHAMED.
I... DON'T KNOW HOW YOU FEEL ABOUT THAT ANY-MORE, KITTEN.
OR ME.
IF YOU HATE ME--FOR ALL THAT'S HAPPENED--I'LL UNDERSTAND.
IT'S NO LESS THAN I DESERVE.
DADDY, SOMETIMES YOU ARE SO DUMB!
I AM SO PROUD OF YOU.
THIS IS MY DAD, THE DOPE I'VE LOVED AND BELIEVED IN MY ENTIRE LIFE.
I'LL BE DARNED--A FOR REAL HAPPY ENDING! THIS CALLS FOR A CELEBRATION!
I KNOW JUST THE PLACE.
I'LL PASS.
I'M NOT IN A PARTY MOOD.
BE SEEING YOU, KID, IT'S BEEN FUN. TAKE CARE--AND REMEMBER ME TO STORM.
〈UNTIL NEXT TIME, LOGAN.〉
SHE LOVES YOU SO MUCH.
MY BLESSING, HER CURSE.
〈BUT I, MARIKO-CHAN, LOVE YOU.〉
〈WELL, YOUNG LADY, LIKE WHAT YOU SEE IN YOUR FOSTER-FATHER?〉
〈IT'S BEEN QUITE AWHILE SINCE WE LAST MET--YOU WERE PRETTY BANGED UP--DO YOU REMEMBER ME?〉
〈DON'T LET HIM FLUSTER YOU, AKIKO, WOLVIE ONLY LOOKS TOUGH.〉
〈KITTY-SAN, I'VE NEVER KNOWN ANYONE LIKE HIM!〉
〈ME NEITHER!〉


〈 DO YOU APPROVE OF YOUR FOSTER DAUGHTER, MY LOVE? 〉
〈 I'VE BEEN A LONER SINCE I WAS A KID, MARIKO, NOW ALL OF A SUDDEN I'M A FAMILY MAN. TAKES SOME GETTING USED TO. 〉
Shapiro's
ESTABLISHED 1890
HERE WE GO, TROOPS -- THE BEST ICE CREAM PARLOR IN TOKYO!
YOU'RE Mr. SHAPIRO?!
SO, NU, WHO ELSE WOULD I BE?!
〈 AKIKO HAS NO OTHER RELATIVES -- THEY WERE KILLED IN A TSUNAMI -- WE ARE ALL SHE HAS, LOGAN. 〉
〈 HER NEED FOR US IS AS GREAT AS, I BELIEVE, OURS IS FOR HER. 〉
〈 I MUST BE GETTIN' OLD, DARLIN' -- CAUSE THAT SOUNDS LIKE A GREAT IDEA. 〉
〈 NAME THE DAY, WE'LL MAKE IT OFFICIAL. 〉
〈 I WILL NEVER LOVE ANOTHER, BUT I WILL NOT -- I CANNOT -- MARRY UNTIL I HAVE PROVEN MYSELF WORTHY OF YOU. 〉
I KNOW THAT TONE OF VOICE -- SOMETIMES THAT FLAMIN' WOMAN'S AS STUBBORN AS ME -- THERE'S NO POINT IN ARGUIN', HER MIND'S MADE UP. I'LL HAVE TO LIVE WITH IT -- AN' PRAY SHE DOES, TOO.
〈 YUKIO TOLD ME WHAT OGŪN DID TO KITTY -- oh, BELOVED, CAN SUCH A SOUL-TAINT EVER BE REMOVED? SHE HAS ENDURED AND SUFFERED SO MUCH, WILL SHE EVER AGAIN BE THE GIRL SHE WAS? 〉
〈 NO -- BUT LIFE ITSELF IS A PROCESS OF CONTINUAL CHANGE, EACH DAY WE'RE A LITTLE DIFFERENT. SHE'LL NEVER BE THE SAME... 〉
〈 ... BUT HER SOUL IS HERS. TO KITTY, IT'S LIKE WHEN SHE WAS DEATHLY ILL AS A CHILD; SHE ALMOST DIED, BUT SHE GOT BETTER. THIS IS MUCH THE SAME, A SICKNESS THAT DID ITS DAMAGE AND MOVED ON -- LIKE THAT TSUNAMI DID WITH KIKO AND HER FAMILY -- LEAVING HER FREE TO GET ON WITH HER LIFE. 〉
〈 AS FOR HOW WELL SHE'S DOING THAT, MY LOVE... 〉
〈 ... SEE FOR YOURSELF. 〉
END

MARVEL
THE UNCANNY
X-MEN
©1984 MARVEL COMICS GROUP
TM
60¢
189
JAN
02461
APPROVED BY THE COMICS CODE AUTHORITY


SOME VIEW, huh, AMARA?
Oh, RACHEL, IT IS BEYOND BELIEF!
THE MOUNTAINS OF MY HOME IN *NOVA ROMA* ARE MAGNIFICENT WORKS OF NATURE, BUT THIS CITY IS A CREATION OF *MAN!*
NEW YORK, NEW YORK, THE MOST WONDERFUL TOWN.
TWO YOUNG WOMEN-- BOTH STRANGERS IN A STRANGE LAND-- WHO'VE VOLUNTARILY TORN THEMSELVES FROM THE LIVES THEY KNEW TO LEAP HEADLONG, ONE INTO THE FUTURE, THE OTHER THE PAST.
BOTH ARE MUTANTS, AND THAT FUNDAMENTAL FACT RULES THEIR EXISTENCE. MORE AND MORE, IT MARKS THEM AS OUTCASTS. MORE AND MORE, THEY-- AND THEIR FELLOW STUDENTS AT PROFESSOR CHARLES XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS-- FIND THEMSELVES FEARED AND HATED BY THE WORLD THEY'VE SWORN TO PROTECT.

AMARA JULIANA OLIVIANS AQUILLA IS A CHILD OF NOVA ROMA, A CITY FOUNDED NEARLY 2,000 YEARS AGO BY A PARTY OF EXPATRIATE ROMANS, IN THE ANDEAN HIGHLANDS THAT SPAWN THE HEADWATERS OF THE AMAZON.

IN A SENSE, HER COMPANION RACHEL SUMMERS HASN'T EVEN BEEN BORN YET. THE NEW YORK SHE REMEMBERS IS THAT OF THE 21st CENTURY.

TWO GIRLS OUT TO HAVE FUN!

CHRIS CLAREMONT
WRITER

JOHN ROMITA, Jr.
PENCILER

STEVE LEIALOHA
GUEST INKER

TOM ORZECHOWSKI, letterer
GLYNIS WEIN, colorist
ANN NOCENTI, editor
JIM SHOOTER, editor-in-chief
The UNCANNY X-MEN, stars

AND THE MEMORIES AREN'T PLEASANT.

IN HER MIND'S EYE, SHE SEES LOWER MANHATTAN BURNING.

THE TWIN TOWERS OF THE WORLD TRADE CENTER LIE IN RUINS. THOUSANDS ARE DEAD, MANY MORE INJURED.

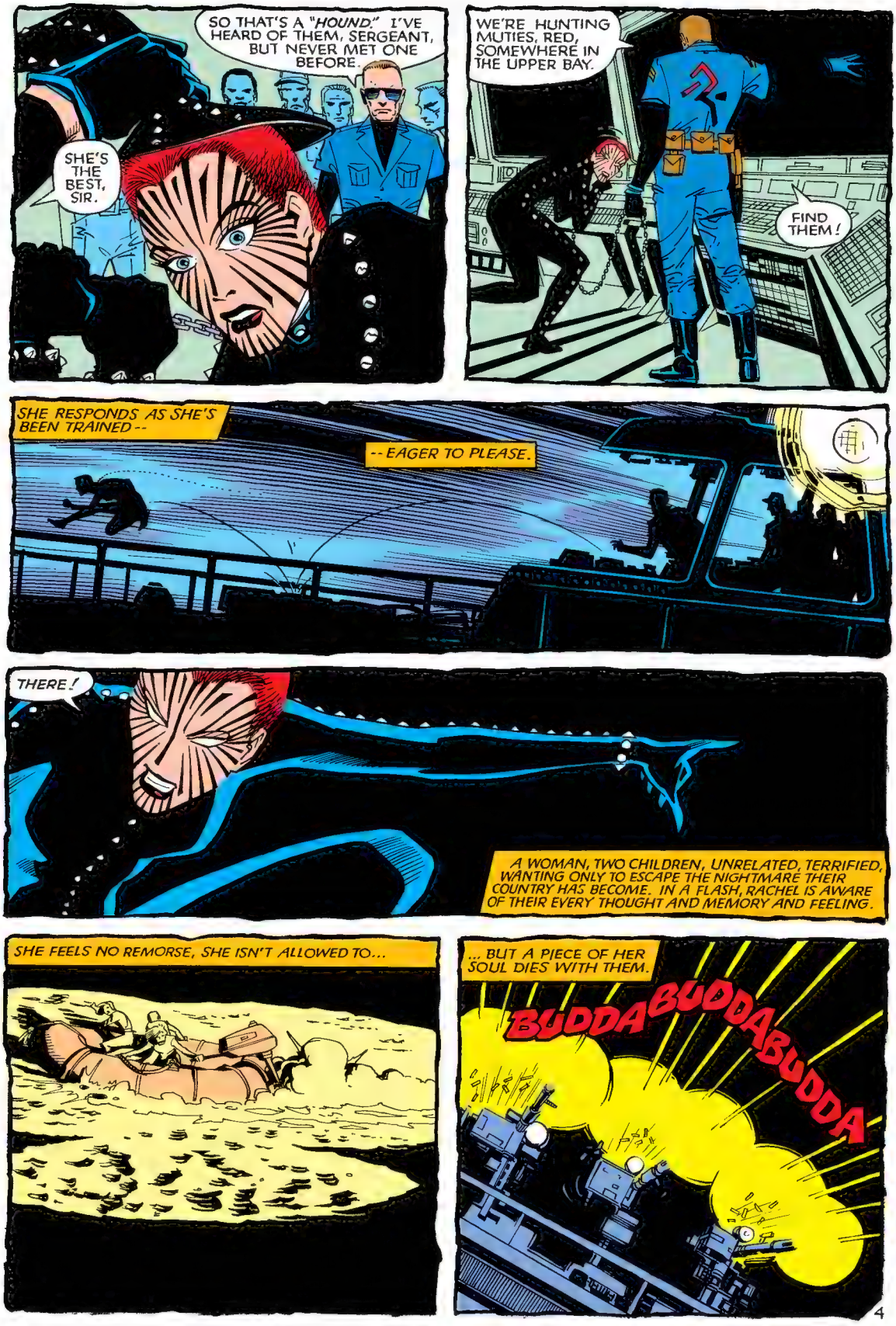
RACHEL'S A TELEPATH.

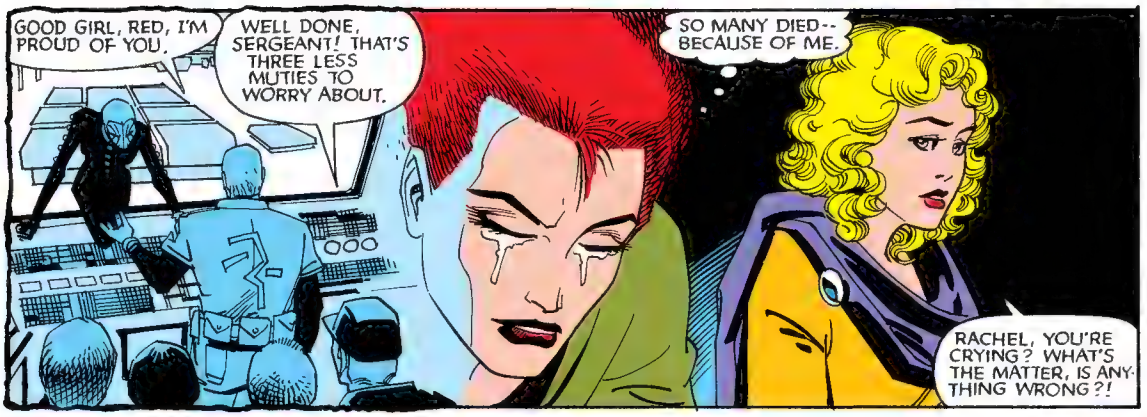
EVEN THOUGH SHE'S OVER A MILE AWAY, ABOARD A NAVY HYDROFOIL, SHE HEARS THEIR SCREAMS, FEELS THEIR PAIN -- AND THEIR DEATHS.

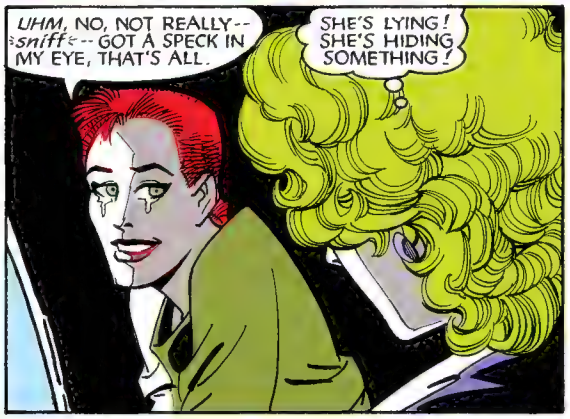
FOR ONCE, SHE IS GRATEFUL FOR THE DRUGS THAT DULL HER WITS...

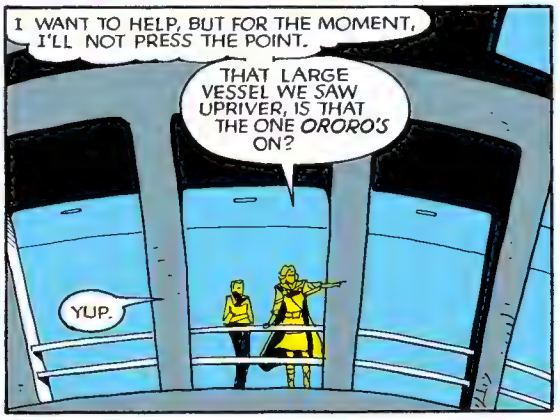
...OTHERWISE, THE ANGUISH WOULD HAVE PROBABLY DRIVEN HER MAD.

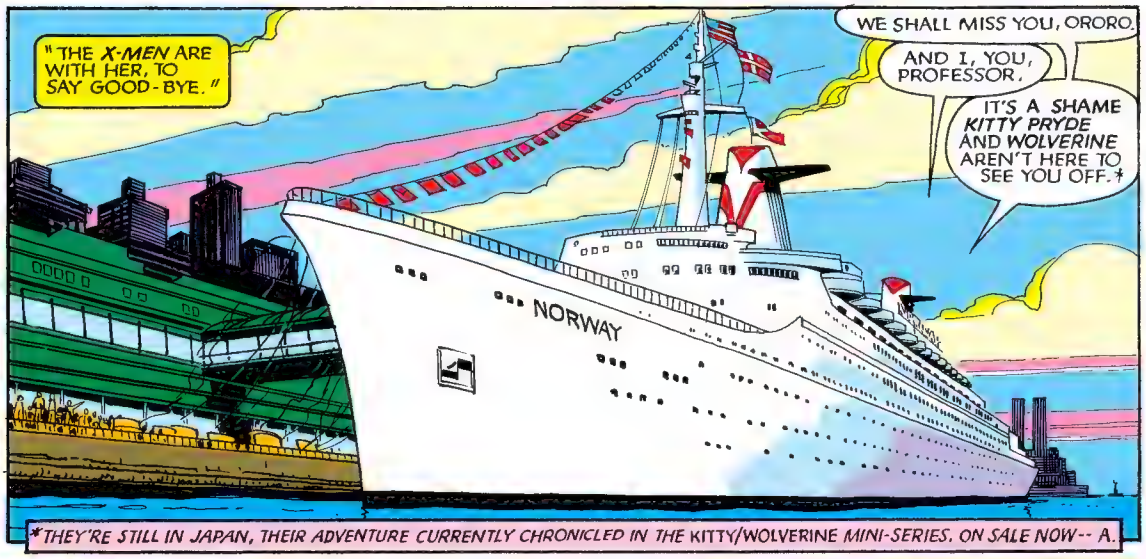
OVER HERE, MUTIE, WE'VE GOT WORK FOR YOU.


SO THAT'S A "HOUND." I'VE HEARD OF THEM, SERGEANT, BUT NEVER MET ONE BEFORE.
SHE'S THE BEST, SIR.
WE'RE HUNTING MUTIES, RED, SOMEWHERE IN THE UPPER BAY.
FIND THEM!
SHE RESPONDS AS SHE'S BEEN TRAINED --
-- EAGER TO PLEASE.
THERE!
A WOMAN, TWO CHILDREN, UNRELATED, TERRIFIED, WANTING ONLY TO ESCAPE THE NIGHTMARE THEIR COUNTRY HAS BECOME. IN A FLASH, RACHEL IS AWARE OF THEIR EVERY THOUGHT AND MEMORY AND FEELING.
SHE FEELS NO REMORSE, SHE ISN'T ALLOWED TO...
... BUT A PIECE OF HER SOUL DIES WITH THEM.
BUDDABUDDABUDDA

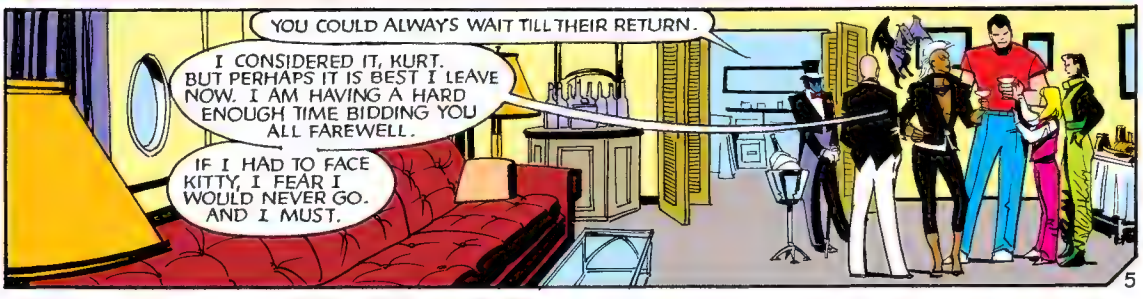

GOOD GIRL, RED, I'M PROUD OF YOU.
WELL DONE, SERGEANT! THAT'S THREE LESS MUTIES TO WORRY ABOUT.
SO MANY DIED-- BECAUSE OF ME.
RACHEL, YOU'RE CRYING? WHAT'S THE MATTER, IS ANYTHING WRONG?!

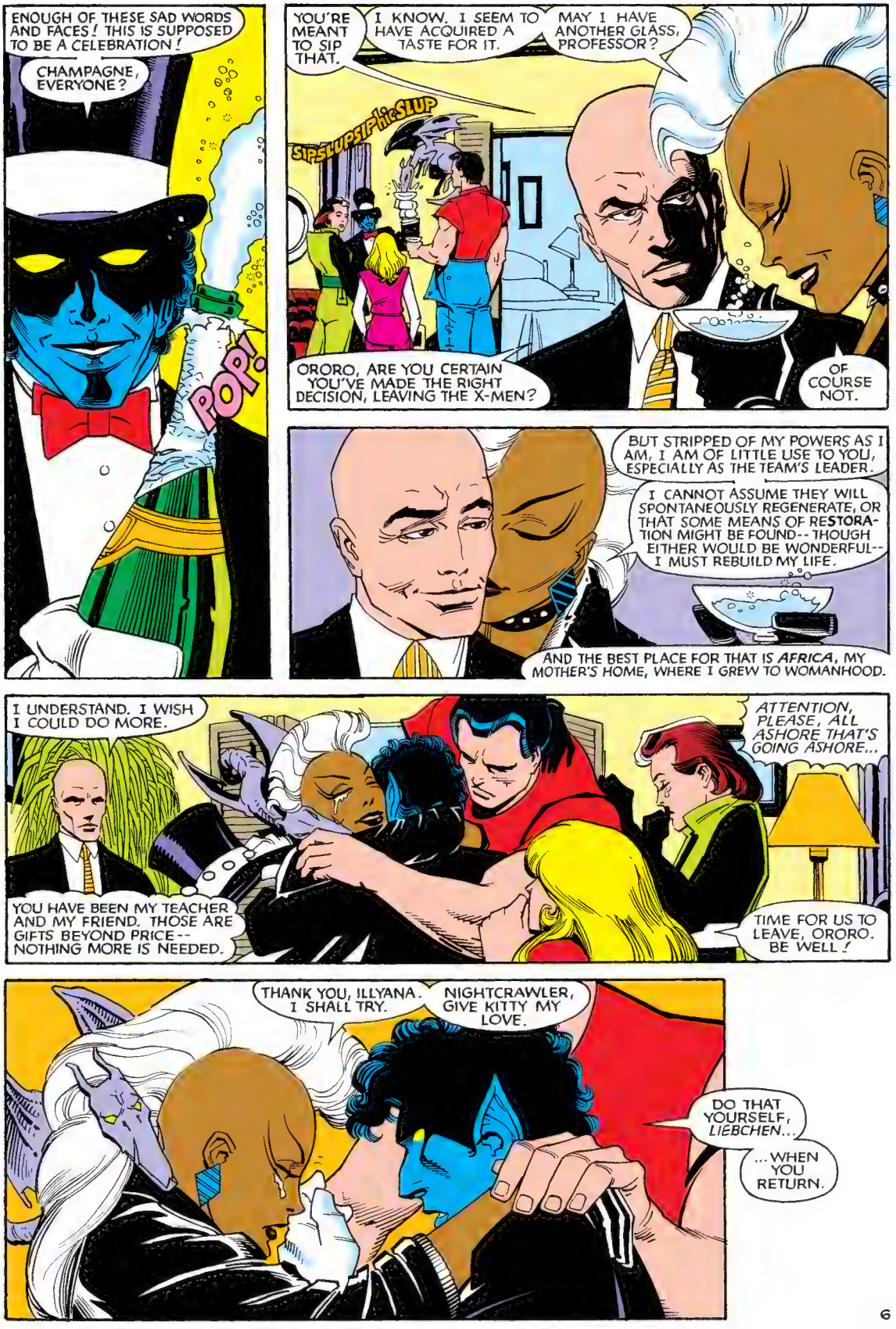


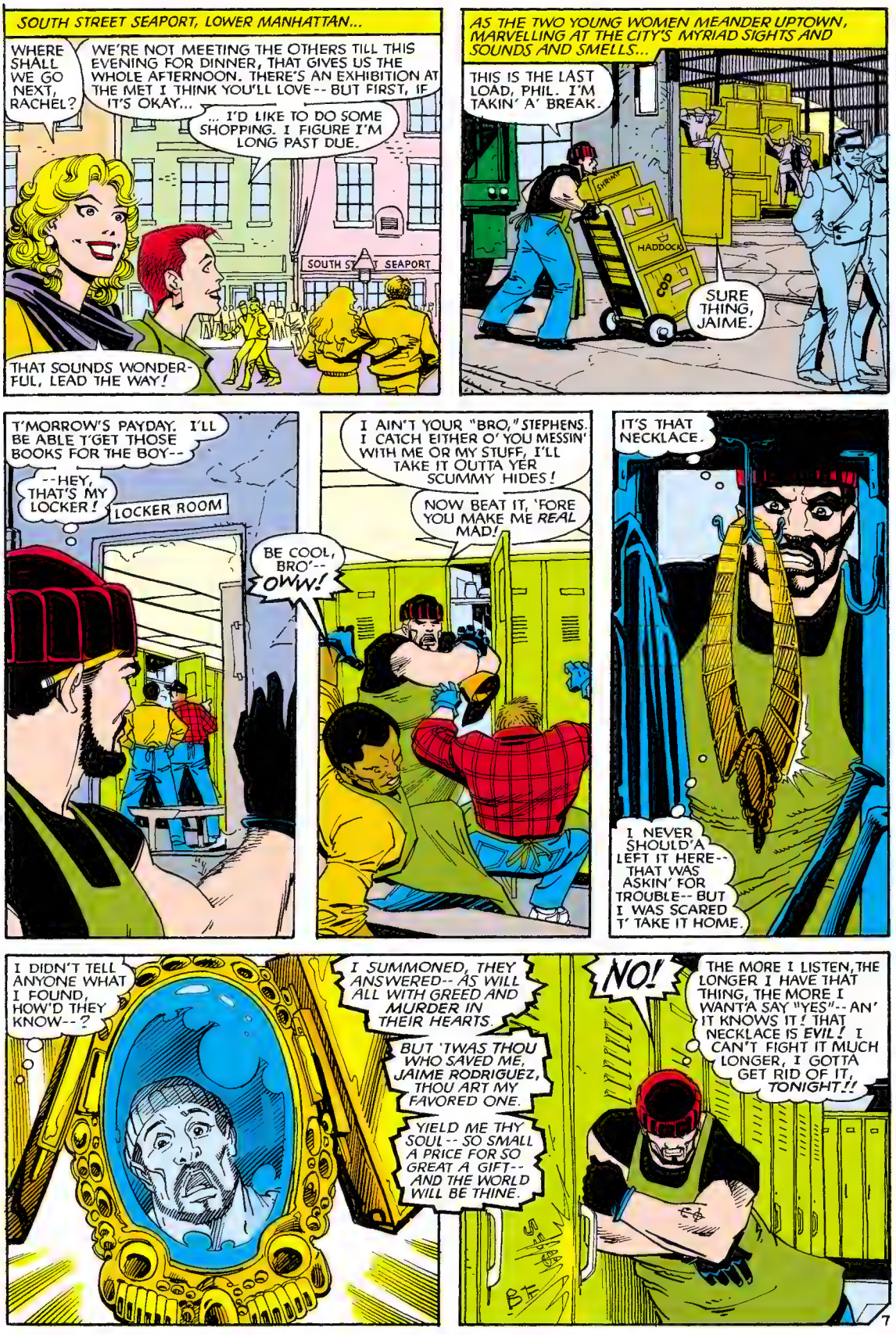



"THE X-MEN ARE WITH HER, TO SAY GOOD-BYE."
WE SHALL MISS YOU, ORORO.
AND I, YOU, PROFESSOR.
IT'S A SHAME KITTY PRYDE AND WOLVERINE AREN'T HERE TO SEE YOU OFF.*
NORWAY

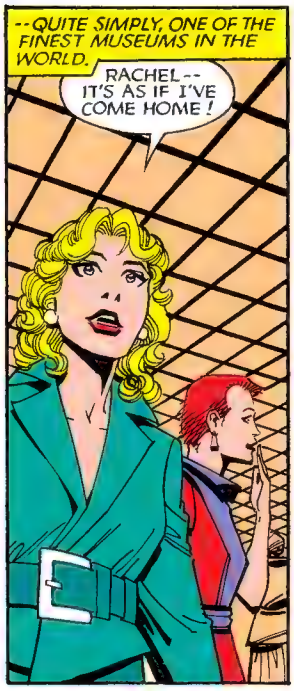
*THEY'RE STILL IN JAPAN, THEIR ADVENTURE CURRENTLY CHRONICLED IN THE KITTY/WOLVERINE MINI-SERIES, ON SALE NOW-- A.

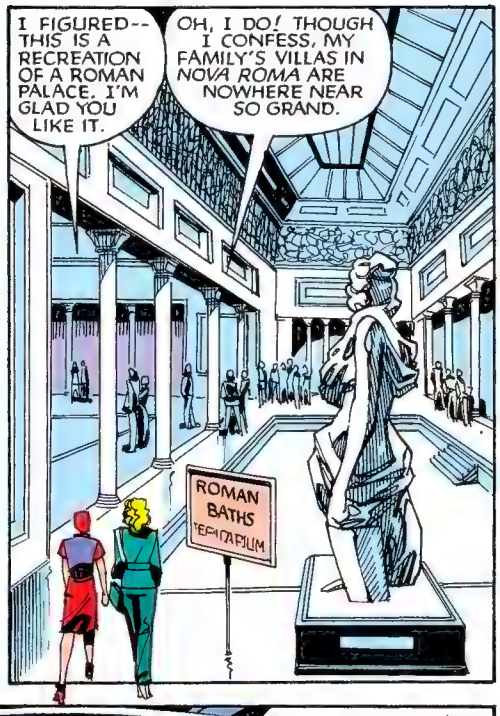

YOU COULD ALWAYS WAIT TILL THEIR RETURN.
I CONSIDERED IT, KURT. BUT PERHAPS IT IS BEST I LEAVE NOW. I AM HAVING A HARD ENOUGH TIME BIDDING YOU ALL FAREWELL.
IF I HAD TO FACE KITTY, I FEAR I WOULD NEVER GO. AND I MUST.

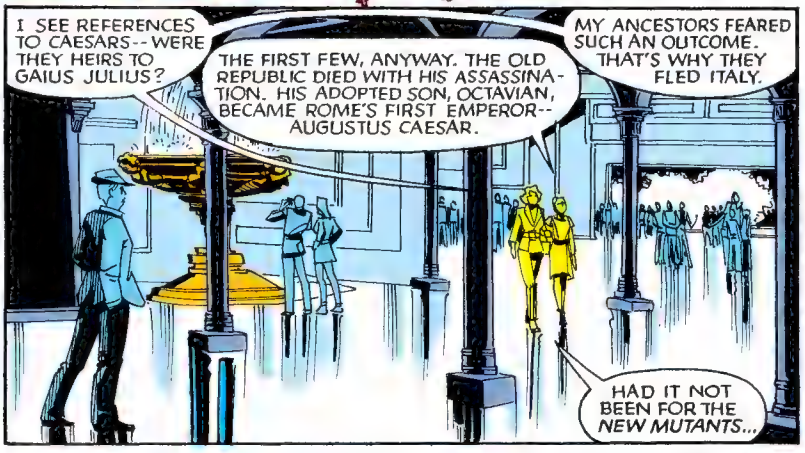

ENOUGH OF THESE SAD WORDS AND FACES! THIS IS SUPPOSED TO BE A CELEBRATION!
CHAMPAGNE, EVERYONE?
POP!
YOU'RE MEANT TO SIP THAT.
I KNOW. I SEEM TO HAVE ACQUIRED A TASTE FOR IT.
MAY I HAVE ANOTHER GLASS, PROFESSOR?
SIPSLURPSIPhic.SLUP
ORORO, ARE YOU CERTAIN YOU'VE MADE THE RIGHT DECISION, LEAVING THE X-MEN?
OF COURSE NOT.
BUT STRIPPED OF MY POWERS AS I AM, I AM OF LITTLE USE TO YOU, ESPECIALLY AS THE TEAM'S LEADER.
I CANNOT ASSUME THEY WILL SPONTANEOUSLY REGENERATE, OR THAT SOME MEANS OF RESTORATION MIGHT BE FOUND-- THOUGH EITHER WOULD BE WONDERFUL-- I MUST REBUILD MY LIFE.
AND THE BEST PLACE FOR THAT IS AFRICA, MY MOTHER'S HOME, WHERE I GREW TO WOMANHOOD.
I UNDERSTAND. I WISH I COULD DO MORE.
ATTENTION, PLEASE, ALL ASHORE THAT'S GOING ASHORE...
YOU HAVE BEEN MY TEACHER AND MY FRIEND. THOSE ARE GIFTS BEYOND PRICE-- NOTHING MORE IS NEEDED.
TIME FOR US TO LEAVE, ORORO. BE WELL!
THANK YOU, ILLYANA. I SHALL TRY.
NIGHTCRAWLER, GIVE KITTY MY LOVE.
DO THAT YOURSELF, LIEBCHEN...
...WHEN YOU RETURN.

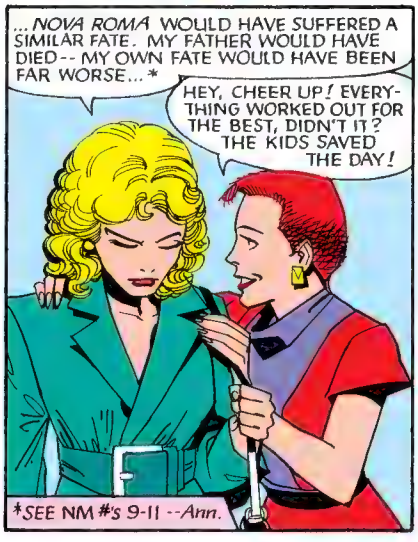

SOUTH STREET SEAPORT, LOWER MANHATTAN...
WHERE SHALL WE GO NEXT, RACHEL?
WE'RE NOT MEETING THE OTHERS TILL THIS EVENING FOR DINNER, THAT GIVES US THE WHOLE AFTERNOON. THERE'S AN EXHIBITION AT THE MET I THINK YOU'LL LOVE -- BUT FIRST, IF IT'S OKAY...
... I'D LIKE TO DO SOME SHOPPING. I FIGURE I'M LONG PAST DUE.
SEAPORT
THAT SOUNDS WONDERFUL, LEAD THE WAY!
AS THE TWO YOUNG WOMEN MEANDER UPTOWN, MARVELLING AT THE CITY'S MYRIAD SIGHTS AND SOUNDS AND SMELLS...
THIS IS THE LAST LOAD, PHIL. I'M TAKIN' A' BREAK.
SHRIMP
HADDOCK
SURE THING, JAIME.
T'MORROW'S PAYDAY. I'LL BE ABLE T'GET THOSE BOOKS FOR THE BOY--
--HEY, THAT'S MY LOCKER!
LOCKER ROOM
I AIN'T YOUR "BRO," STEPHENS. I CATCH EITHER O' YOU MESSIN' WITH ME OR MY STUFF, I'LL TAKE IT OUTTA YER SCUMMY HIDES!
NOW BEAT IT, 'FORE YOU MAKE ME REAL MAD!
BE COOL, BRO'--
OWW!
IT'S THAT NECKLACE.
I NEVER SHOULD'A LEFT IT HERE-- THAT WAS ASKIN' FOR TROUBLE-- BUT I WAS SCARED T' TAKE IT HOME.
I DIDN'T TELL ANYONE WHAT I FOUND, HOW'D THEY KNOW--?
I SUMMONED, THEY ANSWERED-- AS WILL ALL WITH GREED AND MURDER IN THEIR HEARTS.
BUT 'TWAS THOU WHO SAVED ME, JAIME RODRIGUEZ, THOU ART MY FAVORED ONE.
YIELD ME THY SOUL -- SO SMALL A PRICE FOR SO GREAT A GIFT-- AND THE WORLD WILL BE THINE.
NO!
THE MORE I LISTEN, THE LONGER I HAVE THAT THING, THE MORE I WANT'A SAY "YES"-- AN' IT KNOWS IT! THAT NECKLACE IS EVIL! I CAN'T FIGHT IT MUCH LONGER, I GOTTA GET RID OF IT, TONIGHT!!
BF

THE METROPOLITAN MUSEUM OF ART -- ON 5th AVENUE AT 82nd STREET--

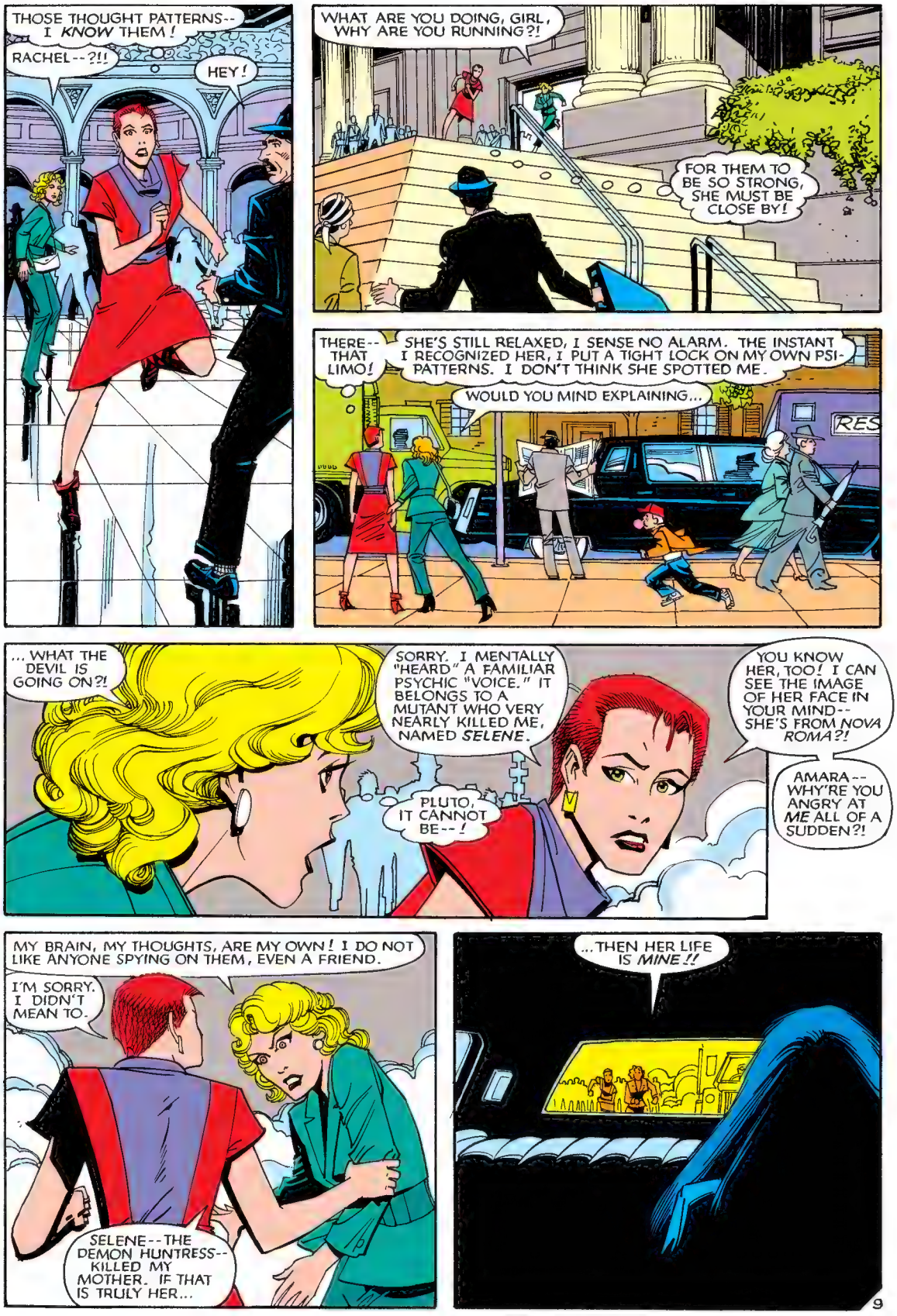

--QUITE SIMPLY, ONE OF THE FINEST MUSEUMS IN THE WORLD.
RACHEL -- IT'S AS IF I'VE COME HOME!

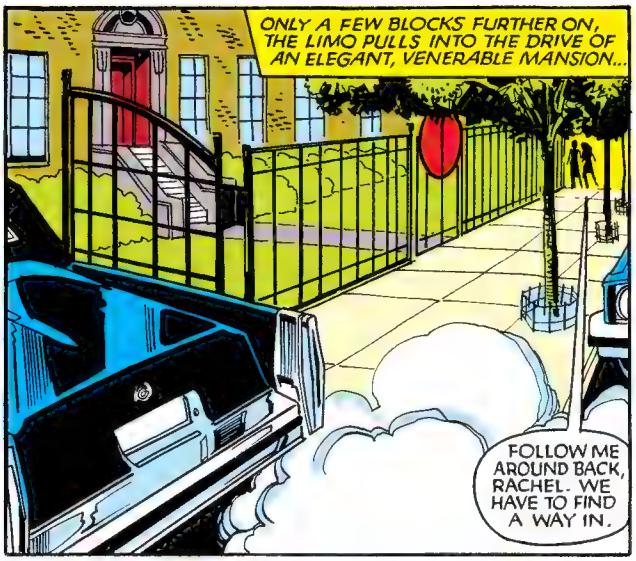

I FIGURED -- THIS IS A RECREATION OF A ROMAN PALACE. I'M GLAD YOU LIKE IT.
OH, I DO! THOUGH I CONFESS, MY FAMILY'S VILLAS IN NOVA ROMA ARE NOWHERE NEAR SO GRAND.
ROMAN BATHS
CALDARIUM

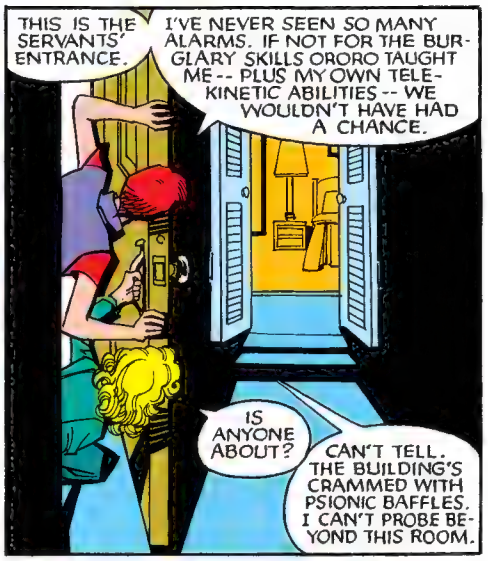

I SEE REFERENCES TO CAESARS -- WERE THEY HEIRS TO GAIUS JULIUS?
THE FIRST FEW, ANYWAY. THE OLD REPUBLIC DIED WITH HIS ASSASSINATION. HIS ADOPTED SON, OCTAVIAN, BECAME ROME'S FIRST EMPEROR -- AUGUSTUS CAESAR.
MY ANCESTORS FEARED SUCH AN OUTCOME. THAT'S WHY THEY FLED ITALY.
HAD IT NOT BEEN FOR THE NEW MUTANTS...


...NOVA ROMA WOULD HAVE SUFFERED A SIMILAR FATE. MY FATHER WOULD HAVE DIED -- MY OWN FATE WOULD HAVE BEEN FAR WORSE...*
HEY, CHEER UP! EVERYTHING WORKED OUT FOR THE BEST, DIDN'T IT? THE KIDS SAVED THE DAY!
*SEE NM #'s 9-11 --Ann.

I KNOW. I AM VERY HAPPY WITH YOU ALL -- BUT IN MY HEART, I YEARN FOR HOME, FOR THE WORLD AND FATHER I LOVE.
ME, TOO.
BUT AT LEAST YOU HAVE SOMEWHERE TO GO BACK TO. I HAVE NOTHING. NOBODY -- ?!?


THOSE THOUGHT PATTERNS-- I KNOW THEM!
RACHEL--?!!
HEY!
WHAT ARE YOU DOING, GIRL, WHY ARE YOU RUNNING?!
FOR THEM TO BE SO STRONG, SHE MUST BE CLOSE BY!
THERE-- THAT LIMO!
SHE'S STILL RELAXED, I SENSE NO ALARM. THE INSTANT I RECOGNIZED HER, I PUT A TIGHT LOCK ON MY OWN PSI-PATTERNS. I DON'T THINK SHE SPOTTED ME.
WOULD YOU MIND EXPLAINING...
... WHAT THE DEVIL IS GOING ON?!
SORRY. I MENTALLY "HEARD" A FAMILIAR PSYCHIC "VOICE." IT BELONGS TO A MUTANT WHO VERY NEARLY KILLED ME, NAMED SELENE.
PLUTO, IT CANNOT BE--!
YOU KNOW HER, TOO! I CAN SEE THE IMAGE OF HER FACE IN YOUR MIND-- SHE'S FROM NOVA ROMA?!
AMARA-- WHY'RE YOU ANGRY AT ME ALL OF A SUDDEN?!
MY BRAIN, MY THOUGHTS, ARE MY OWN! I DO NOT LIKE ANYONE SPYING ON THEM, EVEN A FRIEND.
I'M SORRY. I DIDN'T MEAN TO.
SELENE--THE DEMON HUNTRESS-- KILLED MY MOTHER. IF THAT IS TRULY HER...
...THEN HER LIFE IS MINE!!


ONLY A FEW BLOCKS FURTHER ON, THE LIMO PULLS INTO THE DRIVE OF AN ELEGANT, VENERABLE MANSION...
FOLLOW ME AROUND BACK, RACHEL. WE HAVE TO FIND A WAY IN.

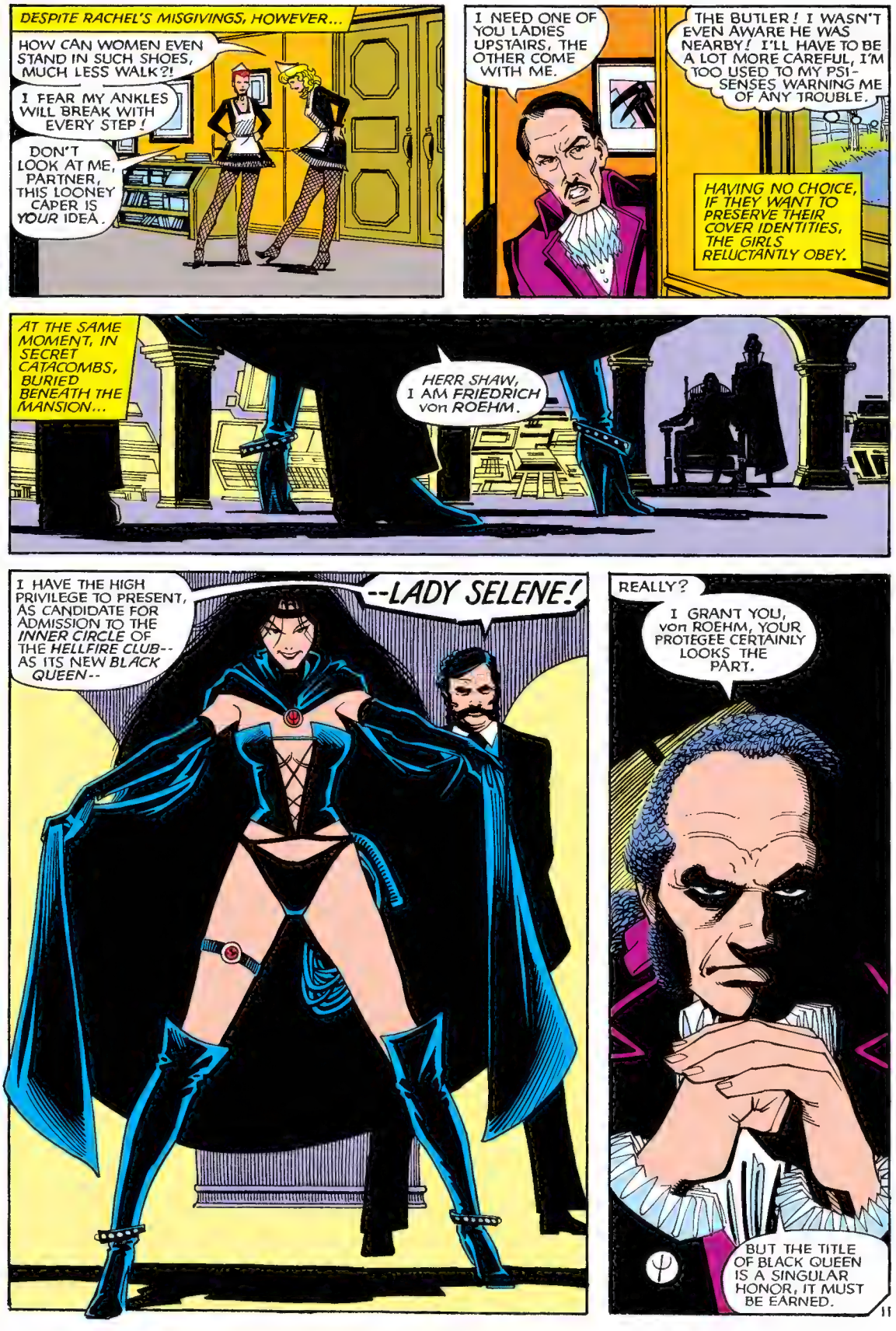

THIS IS THE SERVANTS' ENTRANCE.
I'VE NEVER SEEN SO MANY ALARMS. IF NOT FOR THE BURGLARY SKILLS ORORO TAUGHT ME -- PLUS MY OWN TELEKINETIC ABILITIES -- WE WOULDN'T HAVE HAD A CHANCE.
IS ANYONE ABOUT?
CAN'T TELL. THE BUILDING'S CRAMMED WITH PSIONIC BAFFLES. I CAN'T PROBE BEYOND THIS ROOM.

I DON'T LIKE IT, AMARA. MOST PEOPLE IN THIS ERA DON'T EVEN BELIEVE IN TELEPATHS --
--YET THIS BUILDING'S GOT DEFENSES THAT'D BE A MATCH FOR PROFESSOR XAVIER.
GO IF YOU WISH.
I AM A WARRIOR AND A ROMAN.

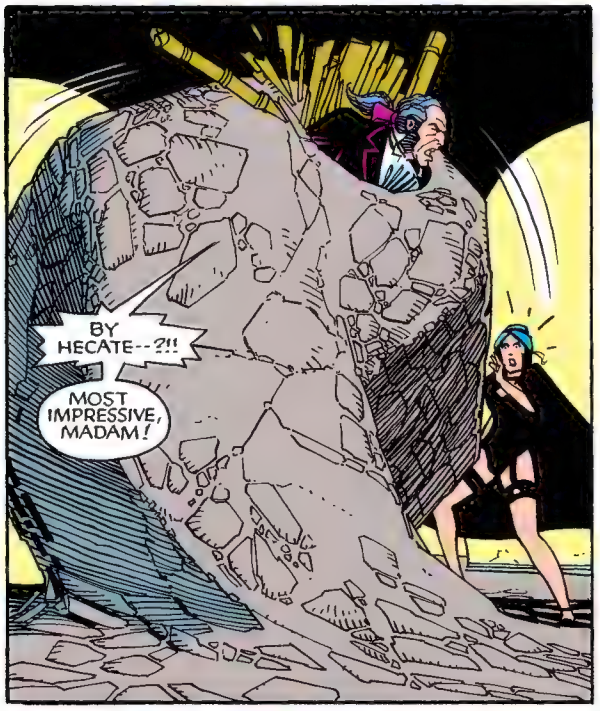
WE DO NOT LET OUR MURDERED DEAD GO UNAVENGED.
WE'RE TOO CONSPICUOUS DRESSED AS WE ARE, WE NEED DISGUISES -- AHA!

NO ONE SHOULD LOOK TWICE --
-- AT A PAIR OF COMMON HOUSEHOLD SLAVES.
A... COLLAR.

I SWORE I'D NEVER WEAR ONE AGAIN.
RACHEL --? HURRY UP, GET CHANGED!
IT'S EASY FOR YOU TO PRETEND TO BE A SLAVE, AMARA, YOU'VE NEVER BEEN ONE.

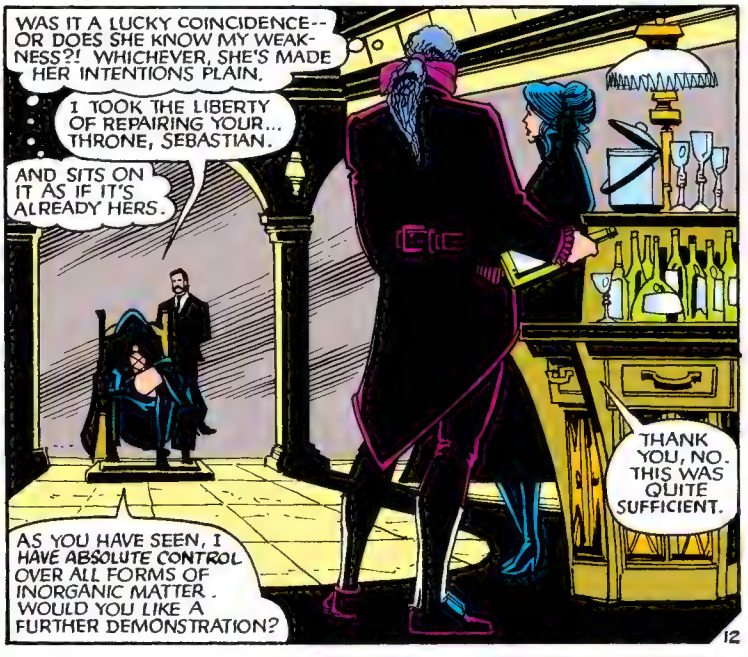

DESPITE RACHEL'S MISGIVINGS, HOWEVER...
HOW CAN WOMEN EVEN STAND IN SUCH SHOES, MUCH LESS WALK?!
I FEAR MY ANKLES WILL BREAK WITH EVERY STEP!
DON'T LOOK AT ME, PARTNER, THIS LOONEY CAPER IS YOUR IDEA.
I NEED ONE OF YOU LADIES UPSTAIRS, THE OTHER COME WITH ME.
THE BUTLER! I WASN'T EVEN AWARE HE WAS NEARBY! I'LL HAVE TO BE A LOT MORE CAREFUL, I'M TOO USED TO MY PSI-SENSES WARNING ME OF ANY TROUBLE.
HAVING NO CHOICE, IF THEY WANT TO PRESERVE THEIR COVER IDENTITIES, THE GIRLS RELUCTANTLY OBEY.
AT THE SAME MOMENT, IN SECRET CATACOMBS, BURIED BENEATH THE MANSION...
HERR SHAW, I AM FRIEDRICH von ROEHM.
I HAVE THE HIGH PRIVILEGE TO PRESENT, AS CANDIDATE FOR ADMISSION TO THE INNER CIRCLE OF THE HELLFIRE CLUB-- AS ITS NEW BLACK QUEEN--
--LADY SELENE!
REALLY?
I GRANT YOU, von ROEHM, YOUR PROTEGEE CERTAINLY LOOKS THE PART.
BUT THE TITLE OF BLACK QUEEN IS A SINGULAR HONOR, IT MUST BE EARNED.

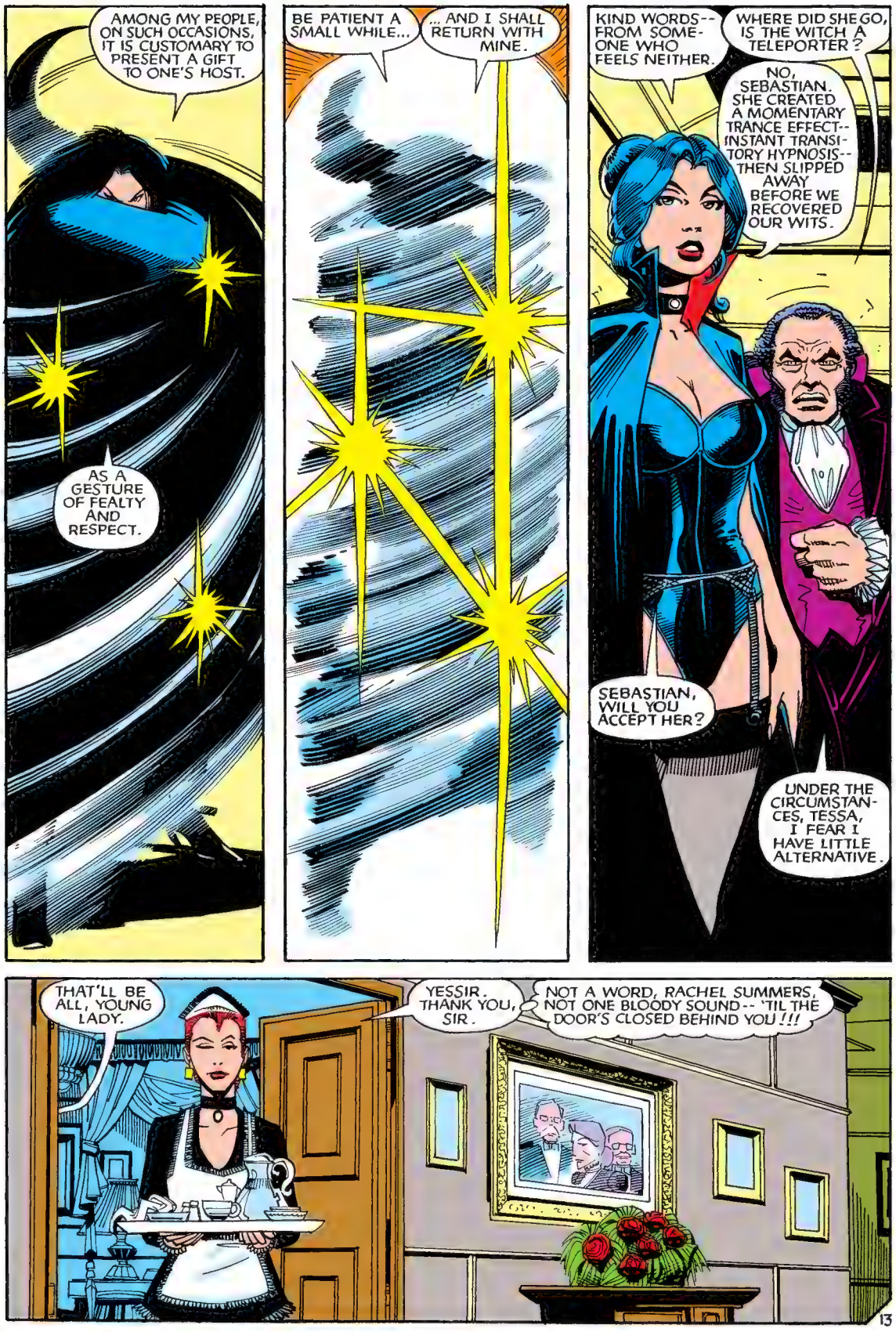
THAT, MILORD...
...WILL BE MY PLEASURE.

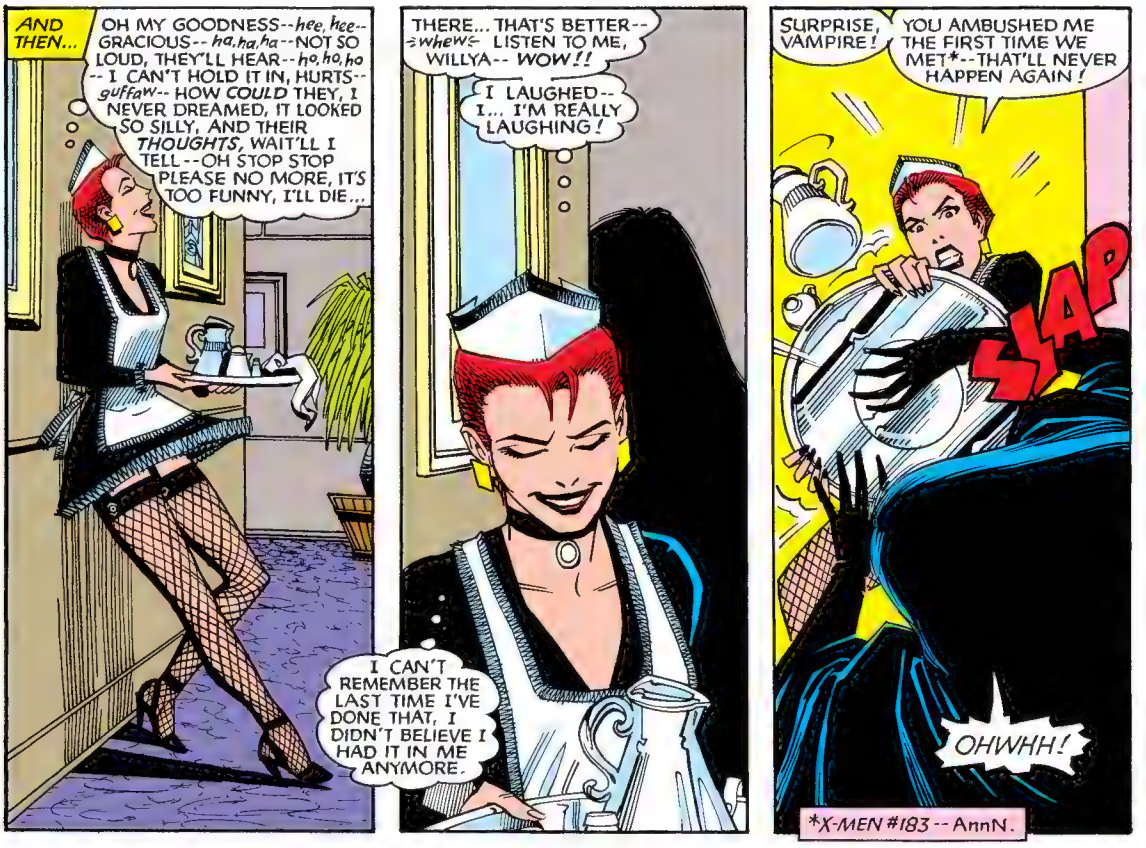

BY HECATE--?!!
MOST IMPRESSIVE, MADAM!

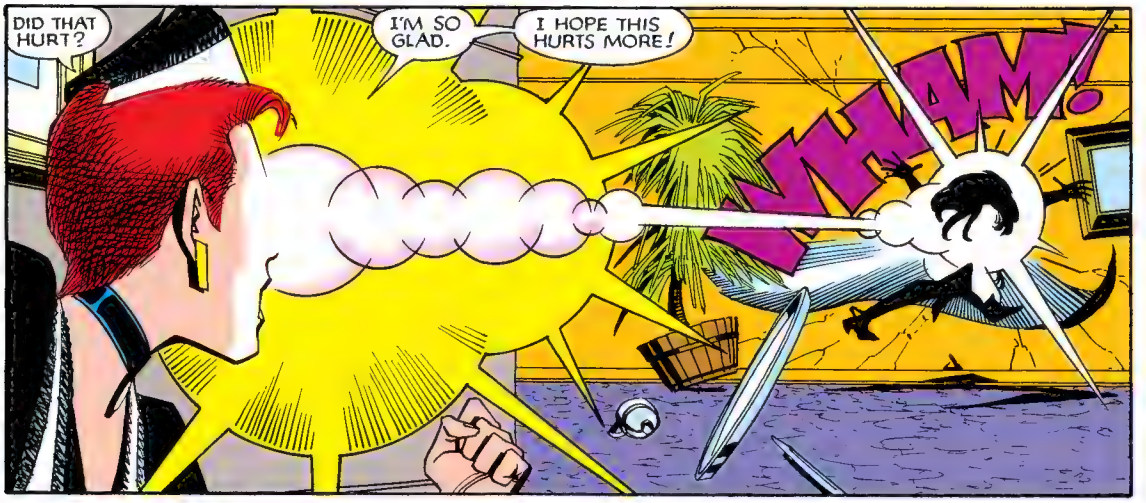
BUT YOU'LL FIND *SEBASTIAN SHAW* IS NOT SO EASILY CAUGHT...
...OR *KILLED!*
HAD I NOT BROKEN FREE, I'D HAVE BEEN ENCASED IN STONE-- AND SUFFOCATED!

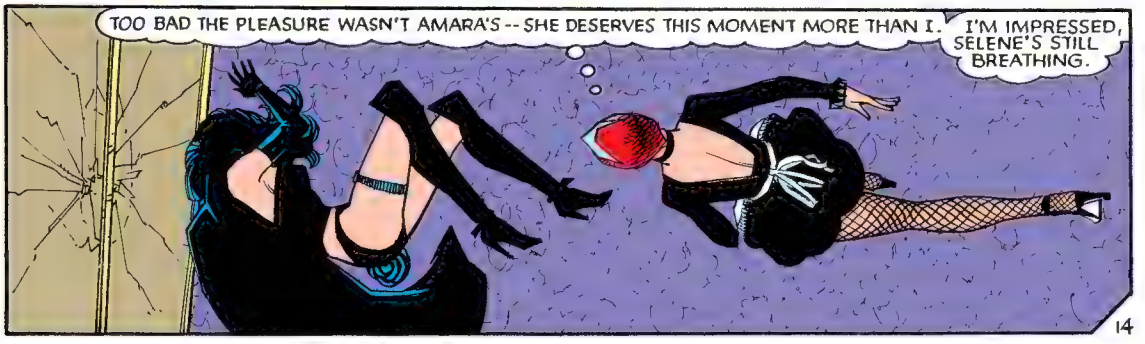
MY ESCAPE WAS A VERY NEAR THING.
I ABSORB MY STRENGTH FROM THE KINETIC ENERGY OF BLOWS STRUCK AGAINST ME. THE HARDER I'M HIT, THE MORE POWERFUL I BECOME. BUT SELENE'S WAS A PASSIVE ATTACK, THE KIND MOST LIKELY TO DEFEAT ME.

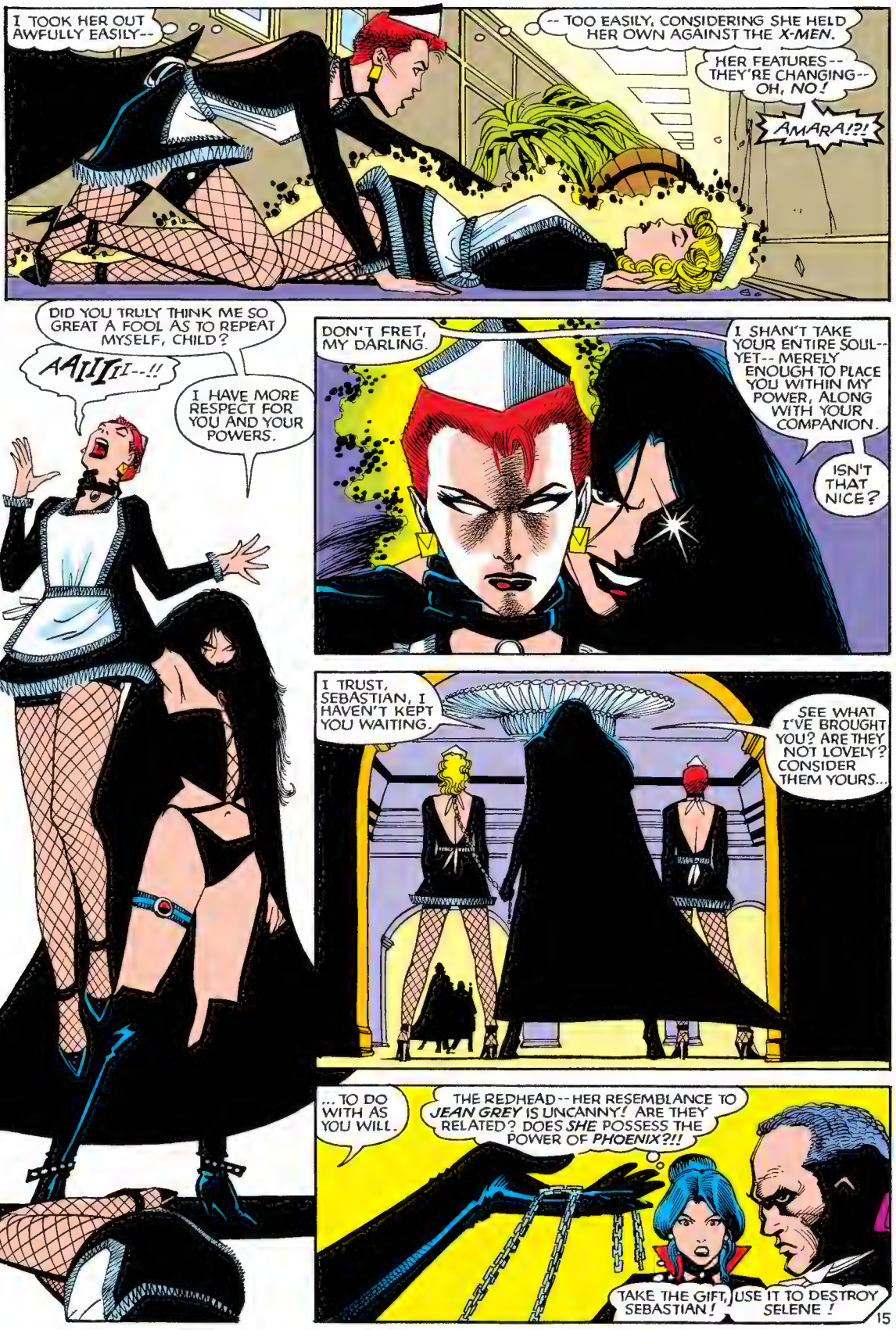

WAS IT A LUCKY COINCIDENCE-- OR DOES SHE KNOW MY WEAKNESS?! WHICHEVER, SHE'S MADE HER INTENTIONS PLAIN.
I TOOK THE LIBERTY OF REPAIRING YOUR... THRONE, SEBASTIAN.
AND SITS ON IT AS IF IT'S ALREADY HERS.
THANK YOU, NO. THIS WAS QUITE SUFFICIENT.
AS YOU HAVE SEEN, I *HAVE ABSOLUTE CONTROL* OVER ALL FORMS OF INORGANIC MATTER. WOULD YOU LIKE A FURTHER DEMONSTRATION?


AMONG MY PEOPLE, ON SUCH OCCASIONS, IT IS CUSTOMARY TO PRESENT A GIFT TO ONE'S HOST.
AS A GESTURE OF FEALTY AND RESPECT.
BE PATIENT A SMALL WHILE...
... AND I SHALL RETURN WITH MINE.
KIND WORDS-- FROM SOME-ONE WHO FEELS NEITHER.
WHERE DID SHE GO, IS THE WITCH A TELEPORTER?
NO, SEBASTIAN. SHE CREATED A MOMENTARY TRANCE EFFECT-- INSTANT TRANSI-TORY HYPNOSIS-- THEN SLIPPED AWAY BEFORE WE RECOVERED OUR WITS.
SEBASTIAN, WILL YOU ACCEPT HER?
UNDER THE CIRCUMSTAN-CES, TESSA, I FEAR I HAVE LITTLE ALTERNATIVE.
THAT'LL BE ALL, YOUNG LADY.
YESSIR. THANK YOU, SIR.
NOT A WORD, RACHEL SUMMERS, NOT ONE BLOODY SOUND-- 'TIL THE DOOR'S CLOSED BEHIND YOU!!!

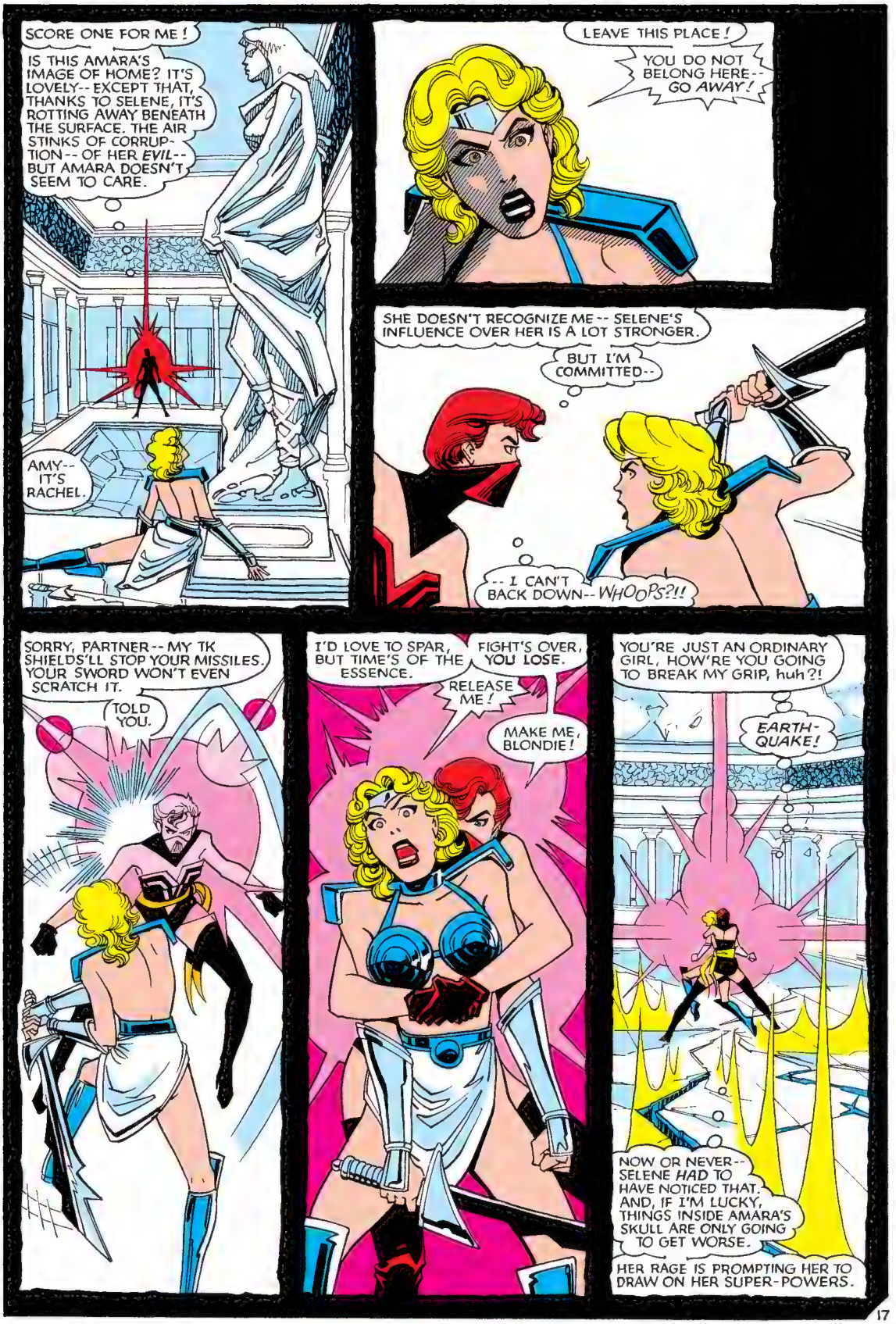

AND THEN...
OH MY GOODNESS--hee, hee--GRACIOUS--ha,ha,ha--NOT SO LOUD, THEY'LL HEAR--ho,ho,ho--I CAN'T HOLD IT IN, HURTS--guffaw--HOW COULD THEY, I NEVER DREAMED, IT LOOKED SO SILLY, AND THEIR THOUGHTS, WAIT'LL I TELL--OH STOP STOP PLEASE NO MORE, IT'S TOO FUNNY, I'LL DIE...
I CAN'T REMEMBER THE LAST TIME I'VE DONE THAT, I DIDN'T BELIEVE I HAD IT IN ME ANYMORE.
THERE... THAT'S BETTER--=whew=--LISTEN TO ME, WILLYA--WOW!!
I LAUGHED--I... I'M REALLY LAUGHING!
SURPRISE, VAMPIRE!
YOU AMBUSHED ME THE FIRST TIME WE MET*--THAT'LL NEVER HAPPEN AGAIN!
SLAP
OHWHH!
*X-MEN #183 -- AnnN.

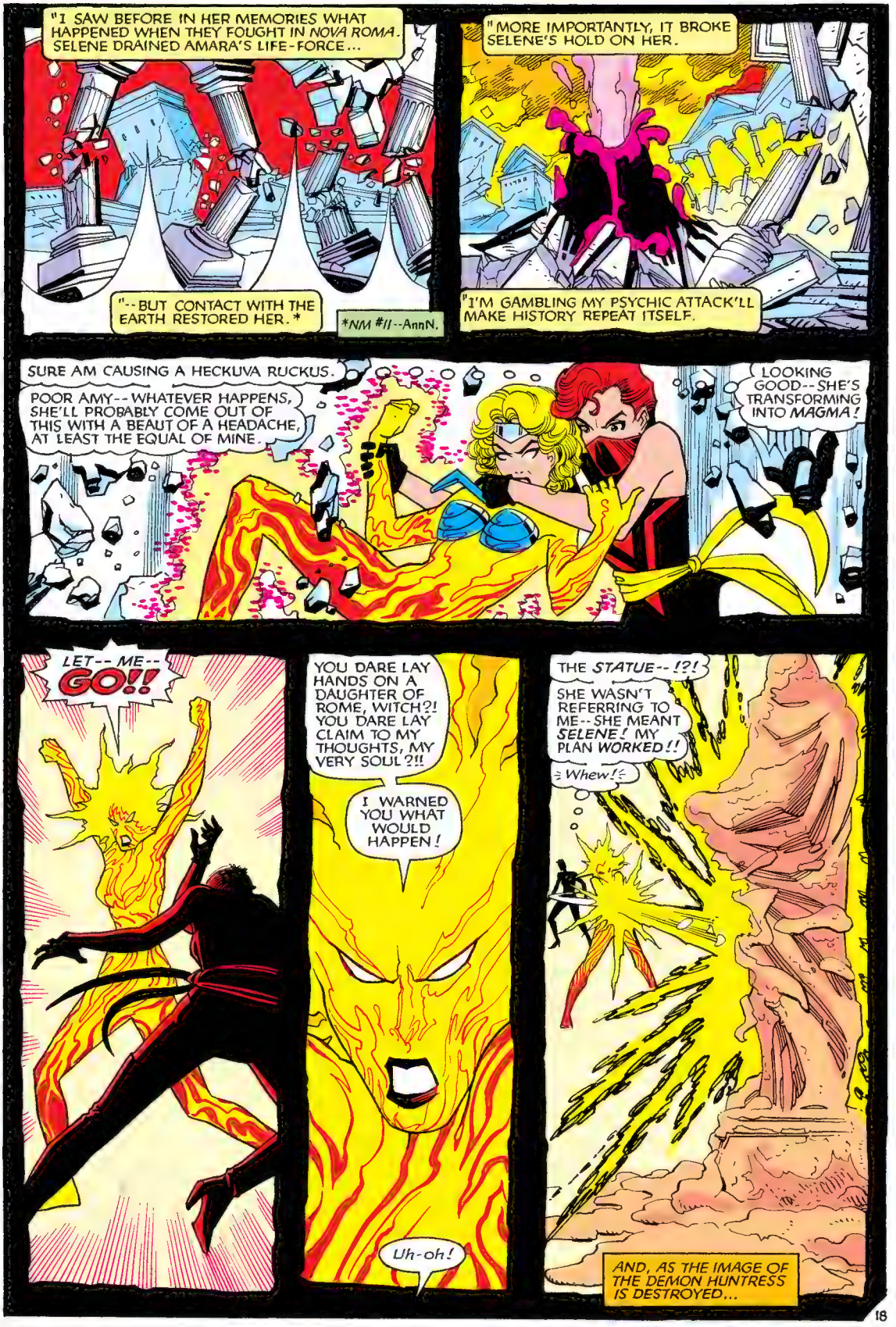

DID THAT HURT?
I'M SO GLAD.
I HOPE THIS HURTS MORE!
WHAM!

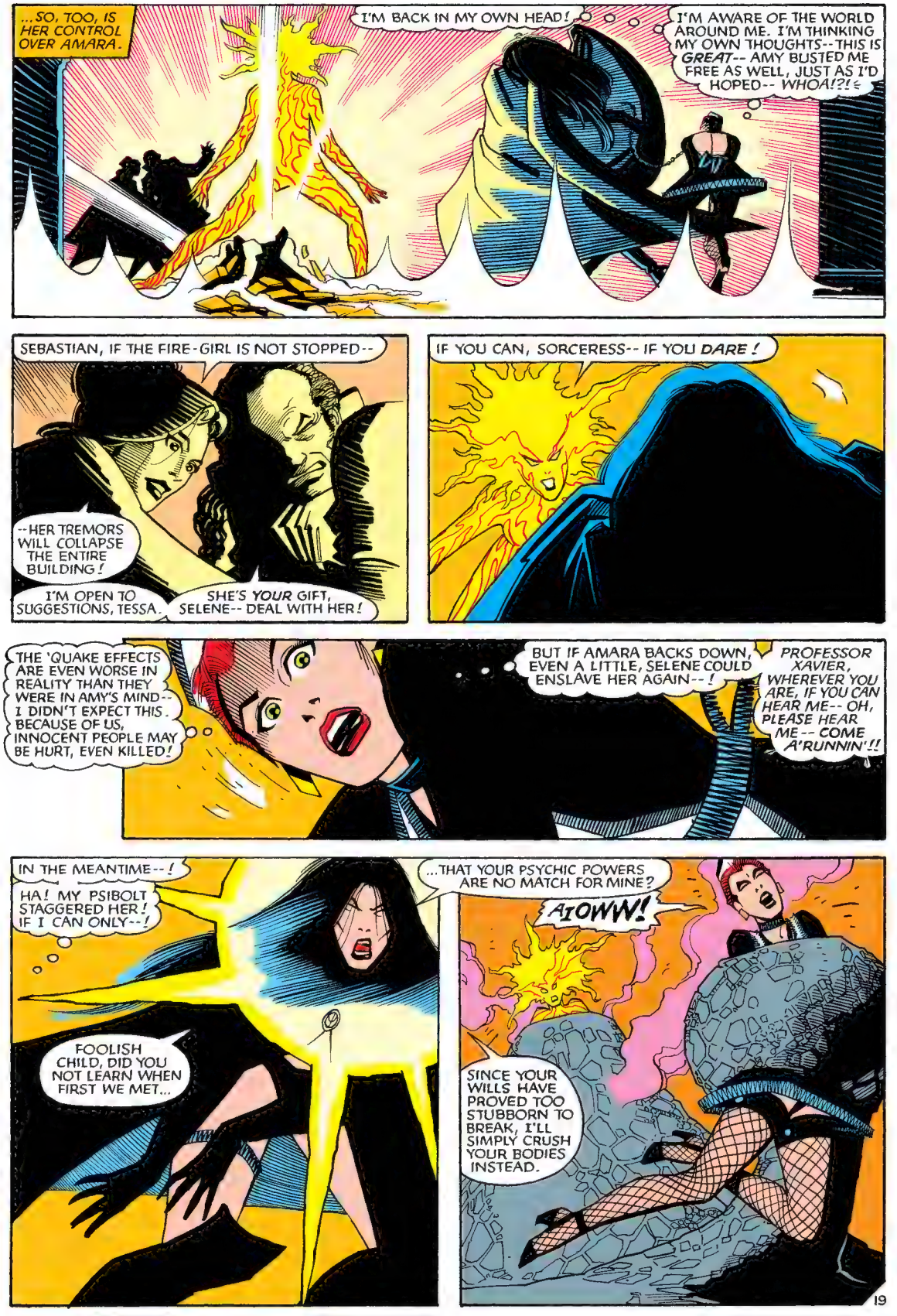

TOO BAD THE PLEASURE WASN'T AMARA'S -- SHE DESERVES THIS MOMENT MORE THAN I.
I'M IMPRESSED, SELENE'S STILL BREATHING.

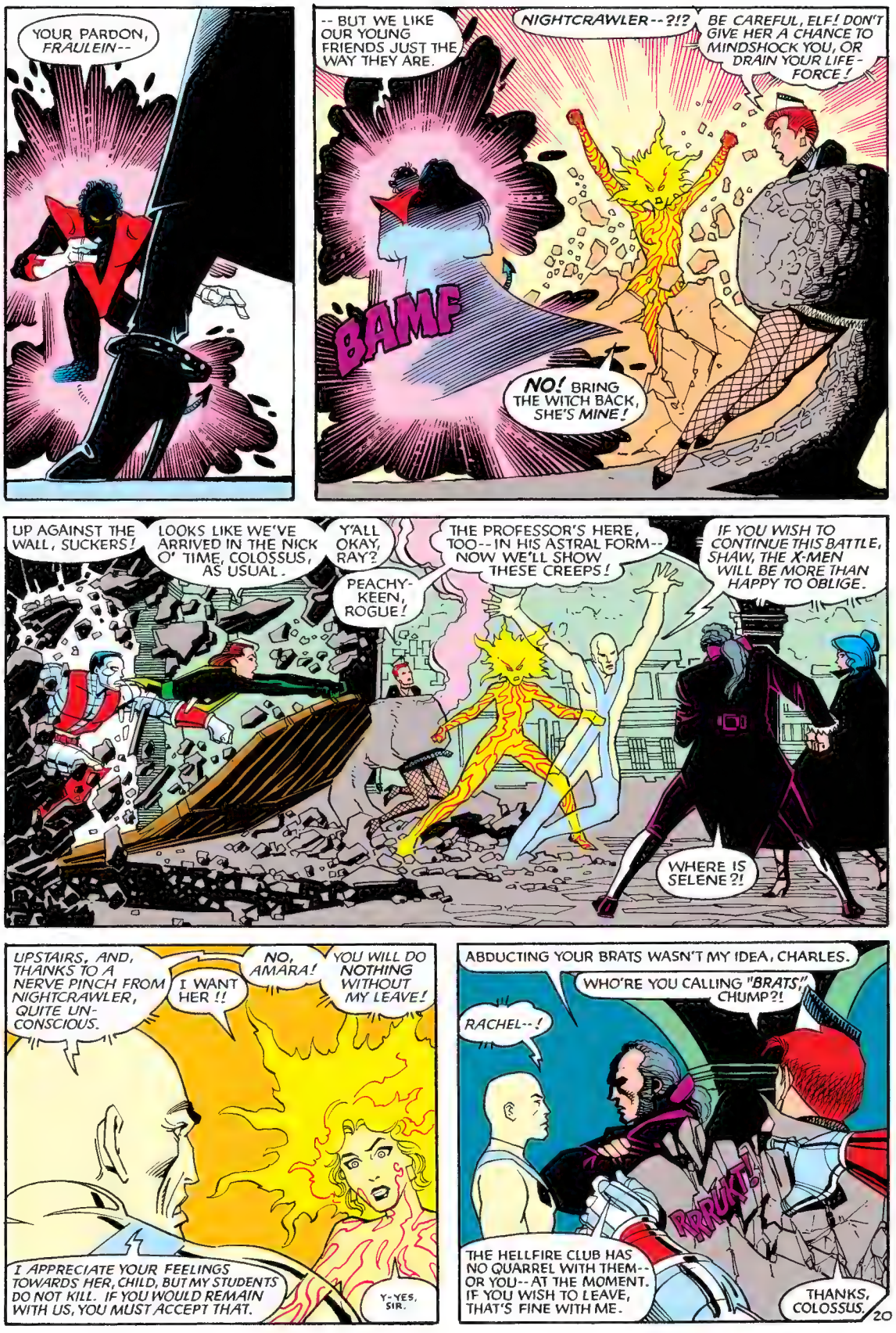

I TOOK HER OUT AWFULLY EASILY--
-- TOO EASILY, CONSIDERING SHE HELD HER OWN AGAINST THE X-MEN.
HER FEATURES-- THEY'RE CHANGING-- OH, NO!
AMARA!?!
DID YOU TRULY THINK ME SO GREAT A FOOL AS TO REPEAT MYSELF, CHILD?
AAIIII--!!
I HAVE MORE RESPECT FOR YOU AND YOUR POWERS.
DON'T FRET, MY DARLING.
I SHAN'T TAKE YOUR ENTIRE SOUL-- YET-- MERELY ENOUGH TO PLACE YOU WITHIN MY POWER, ALONG WITH YOUR COMPANION.
ISN'T THAT NICE?
I TRUST, SEBASTIAN, I HAVEN'T KEPT YOU WAITING.
SEE WHAT I'VE BROUGHT YOU? ARE THEY NOT LOVELY? CONSIDER THEM YOURS...
... TO DO WITH AS YOU WILL.
THE REDHEAD-- HER RESEMBLANCE TO JEAN GREY IS UNCANNY! ARE THEY RELATED? DOES SHE POSSESS THE POWER OF PHOENIX?!!
TAKE THE GIFT, SEBASTIAN!
USE IT TO DESTROY SELENE!

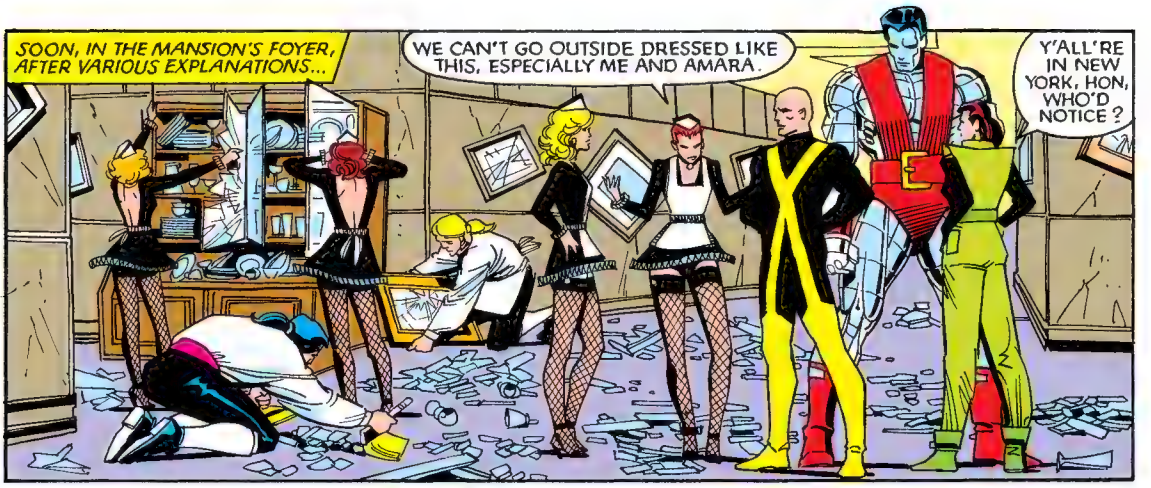
WHEN SHE WAKES, RACHEL WEARS HER MAORI MASK, THE STUDDED UNIFORM OF A HOUND-- AND SHE HOWLS IN DESPAIR, FEARING THAT HER DESPERATE FLIGHT TO THE PAST, HER NEW LIFE, HAS BEEN NO MORE THAN AN ILLUSION, A CRUEL PRANK PLAYED BY HER KEEPERS.
AROUND HER LOOMS IMPENETRABLE DARKNESS -- A SQUIRMING AWFULNESS THAT IS EVERY THOUGHT AND MEMORY, REAL OR IMAGINED, THAT HAS EVER TERRIFIED HER. THE PERFECT PRISON.
SHE'S TOO SCARED TO THINK, MUCH LESS ESCAPE. SAFER, EASIER BY FAR TO STAY WHERE SHE IS, TO OBEY, TO GIVE UP.
NO!
I'LL NEVER BE A SLAVE-- NEVER! FANTASY OR NOT, I DON'T CARE-- I DENY THIS! I DENY YOU!!
I'M STILL MY OWN PERSON, A FREE SOUL-- COMPLETE, IT SEEMS, WITH A FANCY OUTFIT-- SELENE'S SUNK HER FANGS DEEP INTO ME, BUT A PART OF ME IS STILL MYSELF!
BUT WHAT NOW? I'M INSIDE MY OWN MIND, BUT I DON'T KNOW IF I'VE SUFFICIENT POWER TO TAKE CONTROL OF THE REST OF IT AND MY BODY-- AND THE MOMENT I TRY, SELENE'LL SENSE IT AND STRIKE WITH EVERYTHING SHE'S GOT.
WAITAMINNIT-- AMARA'S HER PRISONER TOO, AND I'LL BET IN THE SAME SHAPE I WAS. I NEVER BROKE THE PSILINK I ESTABLISHED BACK AT THE MUSEUM--CAN I SHIFT MY CONSCIOUSNESS INTO HER SKULL WITHOUT TRIPPING SELENE'S ALARMS? WORTH A SHOT, ANYWAY-- I'VE GOT ZIP TO LOSE.

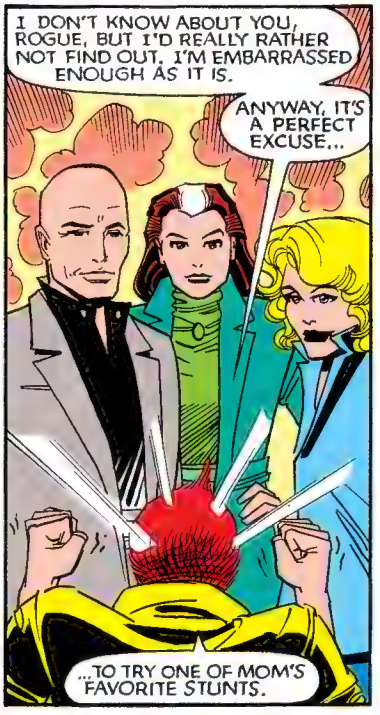

SCORE ONE FOR ME!
IS THIS AMARA'S IMAGE OF HOME? IT'S LOVELY-- EXCEPT THAT, THANKS TO SELENE, IT'S ROTTING AWAY BENEATH THE SURFACE. THE AIR STINKS OF CORRUPTION-- OF HER EVIL-- BUT AMARA DOESN'T SEEM TO CARE.
AMY-- IT'S RACHEL.
LEAVE THIS PLACE!
YOU DO NOT BELONG HERE-- GO AWAY!
SHE DOESN'T RECOGNIZE ME -- SELENE'S INFLUENCE OVER HER IS A LOT STRONGER.
BUT I'M COMMITTED--
-- I CAN'T BACK DOWN-- WHOOPS?!!
SORRY, PARTNER-- MY TK SHIELDS'LL STOP YOUR MISSILES. YOUR SWORD WON'T EVEN SCRATCH IT.
TOLD YOU.
I'D LOVE TO SPAR, BUT TIME'S OF THE ESSENCE.
FIGHT'S OVER, YOU LOSE.
RELEASE ME!
MAKE ME, BLONDIE!
YOU'RE JUST AN ORDINARY GIRL, HOW'RE YOU GOING TO BREAK MY GRIP, huh?!
EARTH-QUAKE!
NOW OR NEVER-- SELENE HAD TO HAVE NOTICED THAT. AND, IF I'M LUCKY, THINGS INSIDE AMARA'S SKULL ARE ONLY GOING TO GET WORSE.
HER RAGE IS PROMPTING HER TO DRAW ON HER SUPER-POWERS.

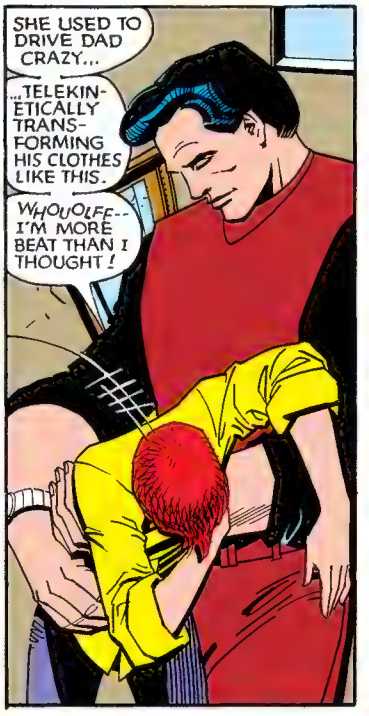

"I SAW BEFORE IN HER MEMORIES WHAT HAPPENED WHEN THEY FOUGHT IN *NOVA ROMA*. SELENE DRAINED AMARA'S LIFE-FORCE...
"--BUT CONTACT WITH THE EARTH RESTORED HER.*
*NM #11--AnnN.
"MORE IMPORTANTLY, IT BROKE SELENE'S HOLD ON HER.
"I'M GAMBLING MY PSYCHIC ATTACK'LL MAKE HISTORY REPEAT ITSELF.
SURE AM CAUSING A HECKUVA RUCKUS.
POOR AMY--WHATEVER HAPPENS, SHE'LL PROBABLY COME OUT OF THIS WITH A BEAUT OF A HEADACHE, AT LEAST THE EQUAL OF MINE.
LOOKING GOOD--SHE'S TRANSFORMING INTO *MAGMA!*
LET--ME--GO!!
YOU DARE LAY HANDS ON A DAUGHTER OF ROME, WITCH?! YOU DARE LAY CLAIM TO MY THOUGHTS, MY VERY SOUL?!!
I WARNED YOU WHAT WOULD HAPPEN!
Uh-oh!
THE *STATUE*--!?!
SHE WASN'T REFERRING TO ME--SHE MEANT *SELENE!* MY PLAN *WORKED!!*
Whew!
AND, AS THE IMAGE OF THE DEMON HUNTRESS IS DESTROYED...

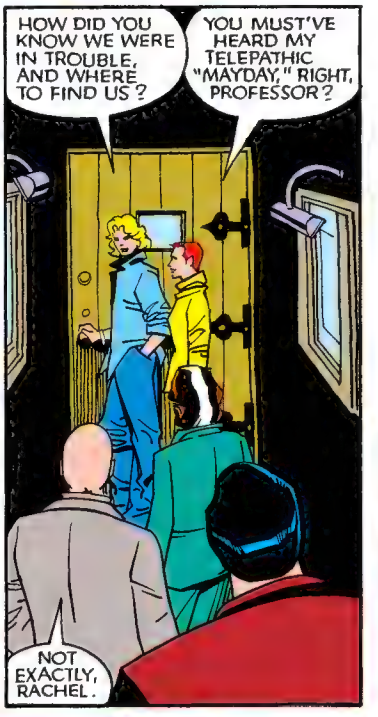

...SO, TOO, IS HER CONTROL OVER AMARA.
I'M BACK IN MY OWN HEAD!
I'M AWARE OF THE WORLD AROUND ME. I'M THINKING MY OWN THOUGHTS--THIS IS GREAT-- AMY BUSTED ME FREE AS WELL, JUST AS I'D HOPED-- WHOA!?!
SEBASTIAN, IF THE FIRE-GIRL IS NOT STOPPED--
--HER TREMORS WILL COLLAPSE THE ENTIRE BUILDING!
I'M OPEN TO SUGGESTIONS, TESSA.
SHE'S YOUR GIFT, SELENE-- DEAL WITH HER!
IF YOU CAN, SORCERESS-- IF YOU DARE!
THE 'QUAKE EFFECTS ARE EVEN WORSE IN REALITY THAN THEY WERE IN AMY'S MIND-- I DIDN'T EXPECT THIS. BECAUSE OF US, INNOCENT PEOPLE MAY BE HURT, EVEN KILLED!
BUT IF AMARA BACKS DOWN, EVEN A LITTLE, SELENE COULD ENSLAVE HER AGAIN--!
PROFESSOR XAVIER, WHEREVER YOU ARE, IF YOU CAN HEAR ME-- OH, PLEASE HEAR ME-- COME A'RUNNIN'!!
IN THE MEANTIME--!
HA! MY PSIBOLT STAGGERED HER! IF I CAN ONLY--!
FOOLISH CHILD, DID YOU NOT LEARN WHEN FIRST WE MET...
...THAT YOUR PSYCHIC POWERS ARE NO MATCH FOR MINE?
AIOWW!
SINCE YOUR WILLS HAVE PROVED TOO STUBBORN TO BREAK, I'LL SIMPLY CRUSH YOUR BODIES INSTEAD.


YOUR PARDON, FRAULEIN--
-- BUT WE LIKE OUR YOUNG FRIENDS JUST THE WAY THEY ARE.
NIGHTCRAWLER--?!?
BE CAREFUL, ELF! DON'T GIVE HER A CHANCE TO MINDSHOCK YOU, OR DRAIN YOUR LIFE-FORCE!
BAMF
NO! BRING THE WITCH BACK, SHE'S MINE!
UP AGAINST THE WALL, SUCKERS!
LOOKS LIKE WE'VE ARRIVED IN THE NICK O' TIME, COLOSSUS, AS USUAL.
Y'ALL OKAY, RAY?
PEACHY-KEEN, ROGUE!
THE PROFESSOR'S HERE, TOO--IN HIS ASTRAL FORM--NOW WE'LL SHOW THESE CREEPS!
IF YOU WISH TO CONTINUE THIS BATTLE, SHAW, THE X-MEN WILL BE MORE THAN HAPPY TO OBLIGE.
WHERE IS SELENE?!
UPSTAIRS, AND, THANKS TO A NERVE PINCH FROM NIGHTCRAWLER, QUITE UN-CONSCIOUS.
I WANT HER!!
NO, AMARA!
YOU WILL DO NOTHING WITHOUT MY LEAVE!
I APPRECIATE YOUR FEELINGS TOWARDS HER, CHILD, BUT MY STUDENTS DO NOT KILL. IF YOU WOULD REMAIN WITH US, YOU MUST ACCEPT THAT.
Y-YES, SIR.
ABDUCTING YOUR BRATS WASN'T MY IDEA, CHARLES.
WHO'RE YOU CALLING "BRATS", CHUMP?!
RACHEL--!
RRRUKT!
THE HELLFIRE CLUB HAS NO QUARREL WITH THEM--OR YOU--AT THE MOMENT. IF YOU WISH TO LEAVE, THAT'S FINE WITH ME.
THANKS, COLOSSUS.

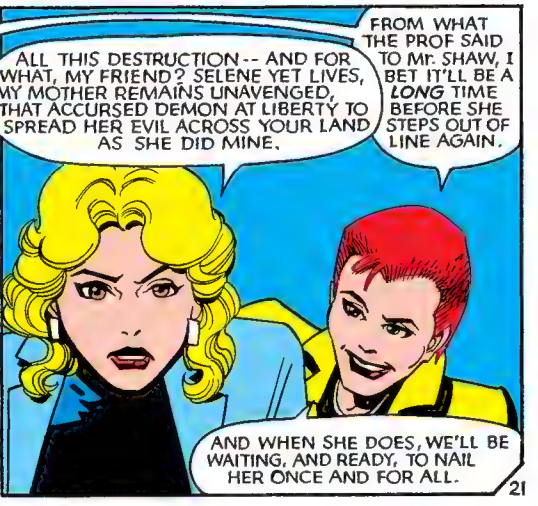

SOON, IN THE MANSION'S FOYER, AFTER VARIOUS EXPLANATIONS...
WE CAN'T GO OUTSIDE DRESSED LIKE THIS, ESPECIALLY ME AND AMARA.
Y'ALL'RE IN NEW YORK, HON, WHO'D NOTICE?

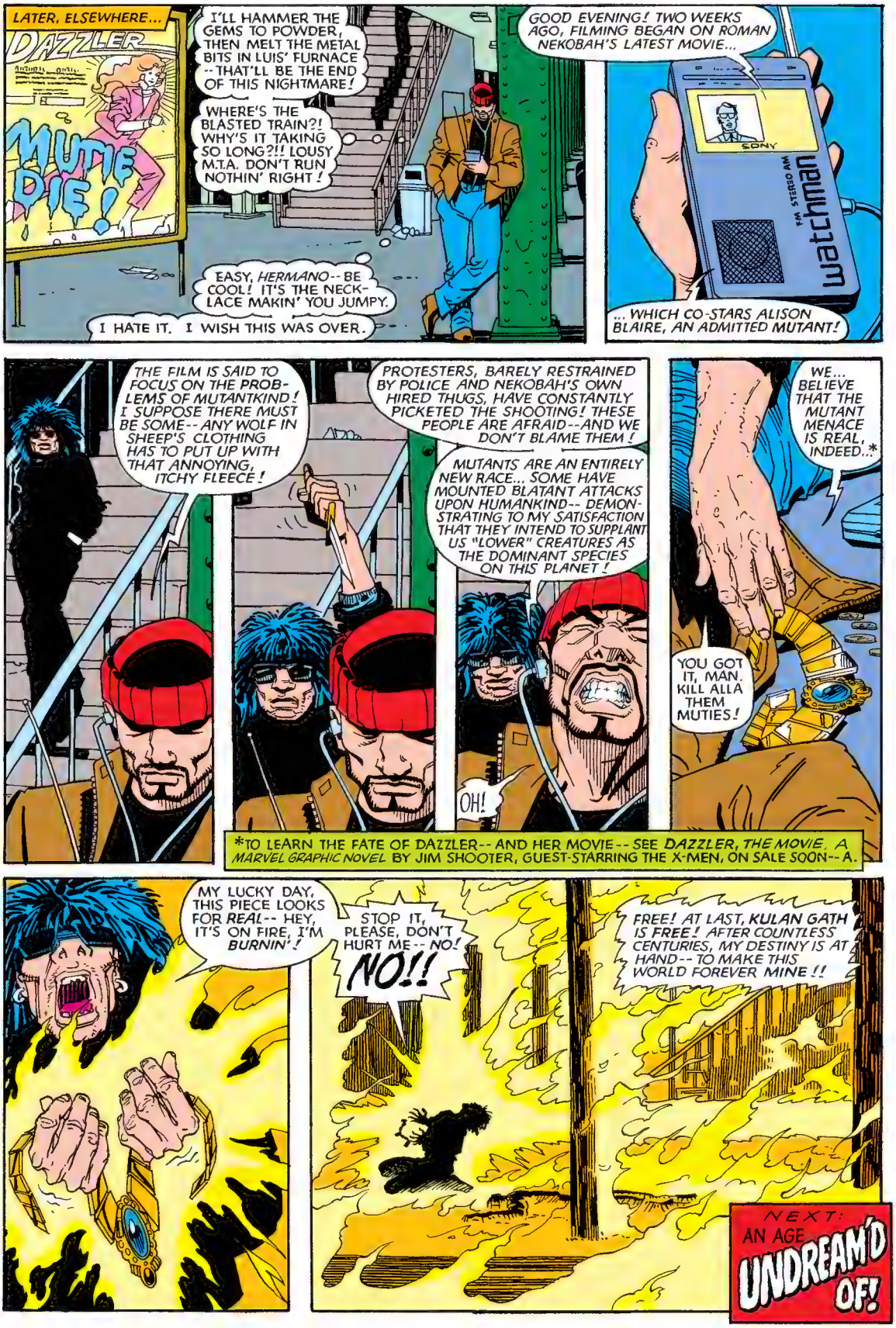

I DON'T KNOW ABOUT YOU, ROGUE, BUT I'D REALLY RATHER NOT FIND OUT. I'M EMBARRASSED ENOUGH AS IT IS.
ANYWAY, IT'S A PERFECT EXCUSE...
...TO TRY ONE OF MOM'S FAVORITE STUNTS.


SHE USED TO DRIVE DAD CRAZY...
...TELEKINETICALLY TRANSFORMING HIS CLOTHES LIKE THIS.
WHOUOLFE-- I'M MORE BEAT THAN I THOUGHT!


HOW DID YOU KNOW WE WERE IN TROUBLE, AND WHERE TO FIND US?
YOU MUST'VE HEARD MY TELEPATHIC "MAYDAY," RIGHT, PROFESSOR?
NOT EXACTLY, RACHEL.

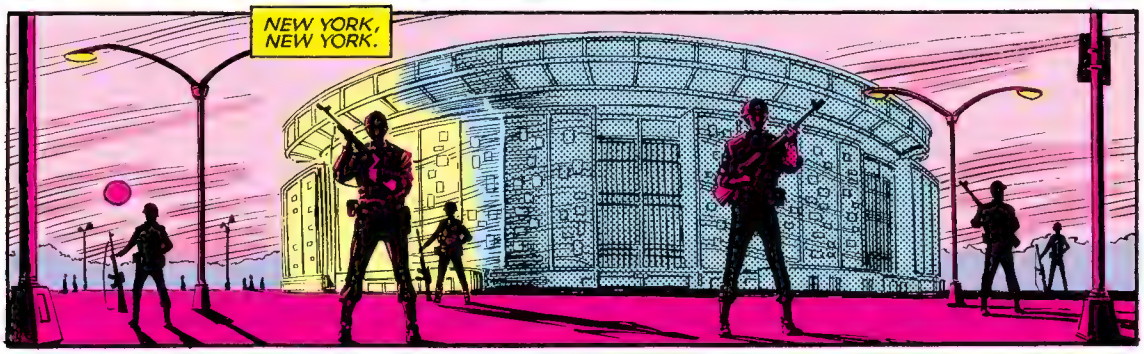
OH!
I... I DID THAT?!?
PRETTY HOT STUFF, PARTNER!
N.Y.P.


ALL THIS DESTRUCTION -- AND FOR WHAT, MY FRIEND? SELENE YET LIVES, MY MOTHER REMAINS UNAVENGED, THAT ACCURSED DEMON AT LIBERTY TO SPREAD HER EVIL ACROSS YOUR LAND AS SHE DID MINE.
FROM WHAT THE PROF SAID TO Mr. SHAW, I BET IT'LL BE A LONG TIME BEFORE SHE STEPS OUT OF LINE AGAIN.
AND WHEN SHE DOES, WE'LL BE WAITING, AND READY, TO NAIL HER ONCE AND FOR ALL.


LATER, ELSEWHERE...
DAZZLER
MUTIE DIE!
I'LL HAMMER THE GEMS TO POWDER, THEN MELT THE METAL BITS IN LUIS' FURNACE --THAT'LL BE THE END OF THIS NIGHTMARE!
WHERE'S THE BLASTED TRAIN?! WHY'S IT TAKING SO LONG?!! LOUSY M.T.A. DON'T RUN NOTHIN' RIGHT!
EASY, HERMANO-- BE COOL! IT'S THE NECK-LACE MAKIN' YOU JUMPY.
I HATE IT. I WISH THIS WAS OVER.
GOOD EVENING! TWO WEEKS AGO, FILMING BEGAN ON ROMAN NEKOBAH'S LATEST MOVIE...
SONY
FM STEREO AM
watchman
... WHICH CO-STARS ALISON BLAIRE, AN ADMITTED MUTANT!
THE FILM IS SAID TO FOCUS ON THE PROBLEMS OF MUTANTKIND! I SUPPOSE THERE MUST BE SOME-- ANY WOLF IN SHEEP'S CLOTHING HAS TO PUT UP WITH THAT ANNOYING, ITCHY FLEECE!
PROTESTERS, BARELY RESTRAINED BY POLICE AND NEKOBAH'S OWN HIRED THUGS, HAVE CONSTANTLY PICKETED THE SHOOTING! THESE PEOPLE ARE AFRAID--AND WE DON'T BLAME THEM!
MUTANTS ARE AN ENTIRELY NEW RACE... SOME HAVE MOUNTED BLATANT ATTACKS UPON HUMANKIND-- DEMONSTRATING TO MY SATISFACTION THAT THEY INTEND TO SUPPLANT US "LOWER" CREATURES AS THE DOMINANT SPECIES ON THIS PLANET!
OH!
WE... BELIEVE THAT THE MUTANT MENACE IS REAL, INDEED...*
YOU GOT IT, MAN. KILL ALLA THEM MUTIES!
*TO LEARN THE FATE OF DAZZLER-- AND HER MOVIE-- SEE DAZZLER, THE MOVIE, A MARVEL GRAPHIC NOVEL BY JIM SHOOTER, GUEST-STARRING THE X-MEN, ON SALE SOON-- A.
MY LUCKY DAY, THIS PIECE LOOKS FOR REAL-- HEY, IT'S ON FIRE, I'M BURNIN'!
STOP IT, PLEASE, DON'T HURT ME-- NO!
NO!!
FREE! AT LAST, KULAN GATH IS FREE! AFTER COUNTLESS CENTURIES, MY DESTINY IS AT HAND-- TO MAKE THIS WORLD FOREVER MINE!!
NEXT:
AN AGE
UNDREAM'D OF!

MARVEL
THE UNCANNY
X-MEN
©1984 MARVEL COMICS GROUP
60¢
190
FEB
02461
APPROVED BY THE COMICS CODE AUTHORITY
SCREAM, XAVIER, SCREAM!
THROUGH YOU I SHALL RULE THE X-MEN...
...AND THE WORLD!
PLUS GUEST STARS SPIDER-MAN AND THE AVENGERS!
ROMITA JR + D.GREEN

TO MANY, THIS IS THE GREATEST CITY IN THE WORLD.


NEW YORK, NEW YORK.

THE BIG APPLE.

IT IS A PLACE UNLIKE ANY OTHER.
THE STATUE OF LIBERTY

AND NEVER MORE SO THAN TODAY.

An Age Undreamed Of

STAN LEE PRESENTS

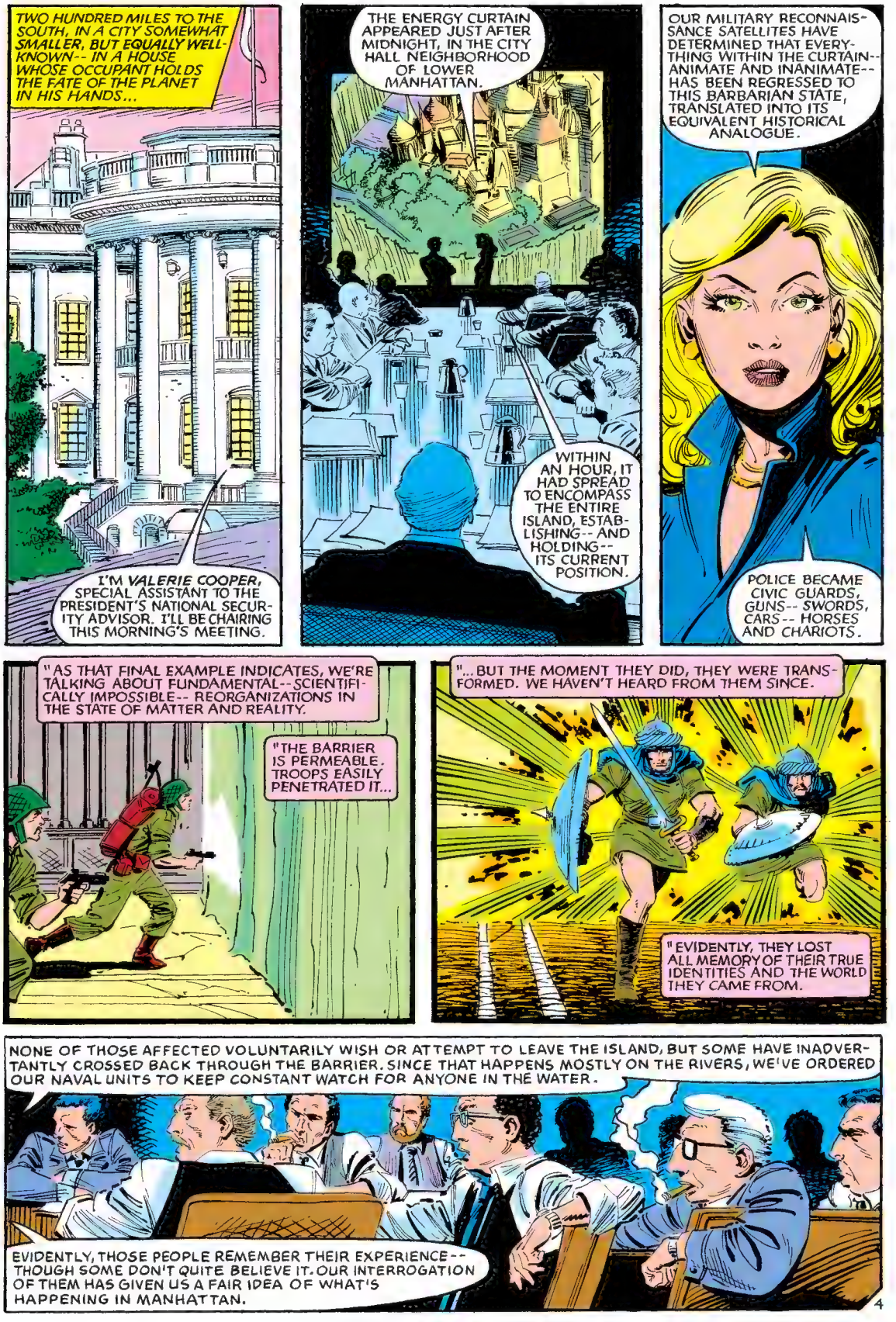
*STARRING the UNCANNY X-MEN

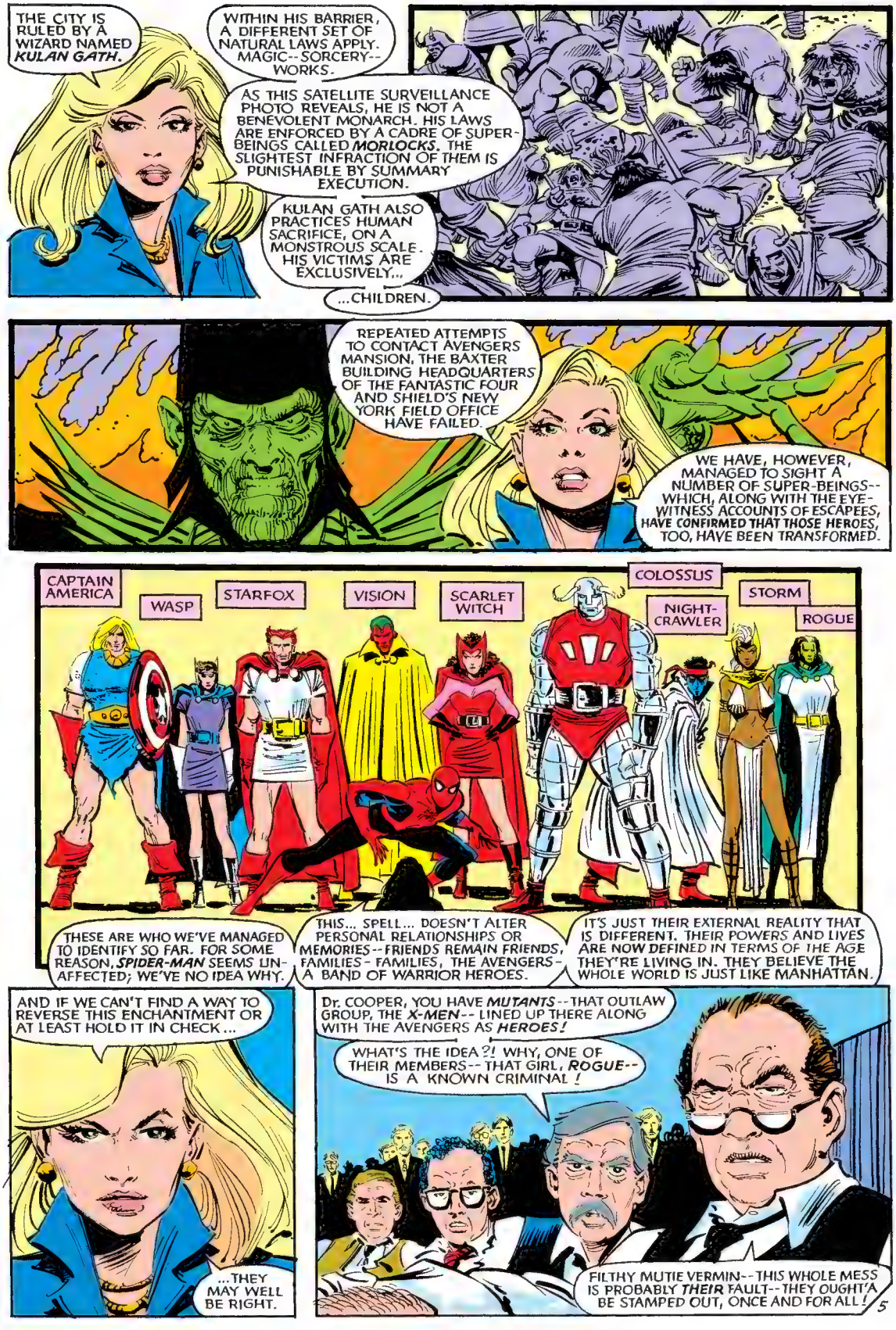
CHRIS CLAREMONT
WRITER

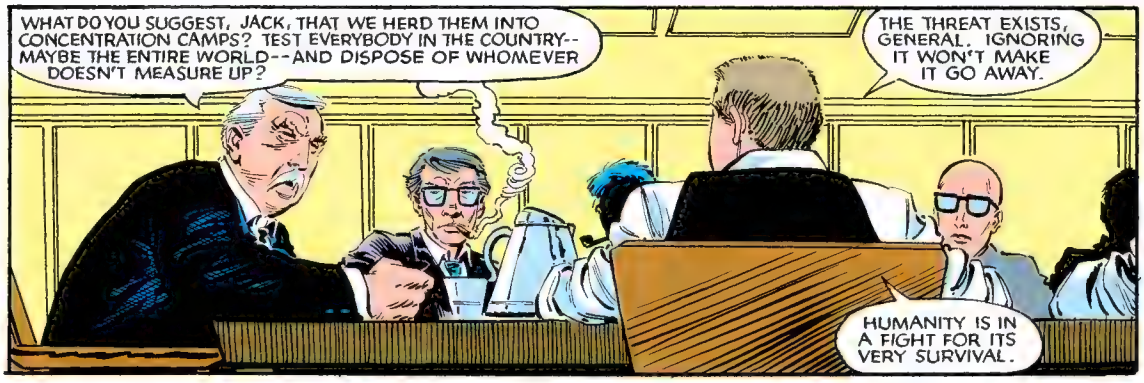
JOHN ROMITA Jr. DAN GREEN
ARTISTS

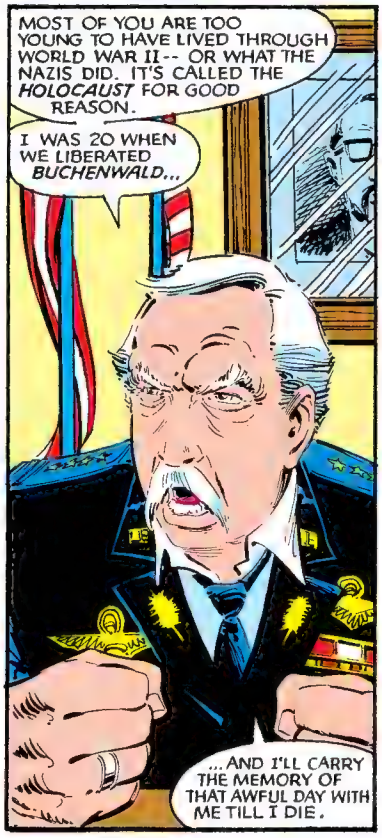
GLYNIS WEIN, *colorist*
TOM ORZECHOWSKI, *letterer*

ANN NOCENTI, *EDITOR*
JIM SHOOTER, *CHIEF*

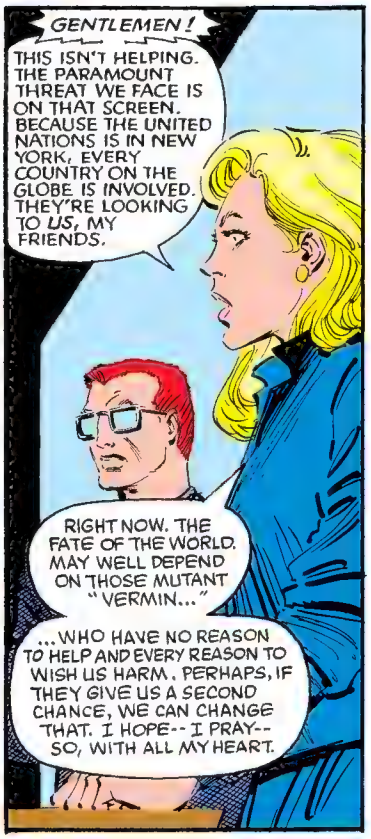

TWO HUNDRED MILES TO THE SOUTH, IN A CITY SOMEWHAT SMALLER, BUT EQUALLY WELL-KNOWN-- IN A HOUSE WHOSE OCCUPANT HOLDS THE FATE OF THE PLANET IN HIS HANDS...
I'M VALERIE COOPER, SPECIAL ASSISTANT TO THE PRESIDENT'S NATIONAL SECURITY ADVISOR. I'LL BE CHAIRING THIS MORNING'S MEETING.
THE ENERGY CURTAIN APPEARED JUST AFTER MIDNIGHT, IN THE CITY HALL NEIGHBORHOOD OF LOWER MANHATTAN.
WITHIN AN HOUR, IT HAD SPREAD TO ENCOMPASS THE ENTIRE ISLAND, ESTABLISHING-- AND HOLDING-- ITS CURRENT POSITION.
OUR MILITARY RECONNAISSANCE SATELLITES HAVE DETERMINED THAT EVERYTHING WITHIN THE CURTAIN-- ANIMATE AND INANIMATE-- HAS BEEN REGRESSED TO THIS BARBARIAN STATE, TRANSLATED INTO ITS EQUIVALENT HISTORICAL ANALOGUE.
POLICE BECAME CIVIC GUARDS, GUNS-- SWORDS, CARS-- HORSES AND CHARIOTS.
"AS THAT FINAL EXAMPLE INDICATES, WE'RE TALKING ABOUT FUNDAMENTAL-- SCIENTIFICALLY IMPOSSIBLE-- REORGANIZATIONS IN THE STATE OF MATTER AND REALITY.
"THE BARRIER IS PERMEABLE. TROOPS EASILY PENETRATED IT...
"...BUT THE MOMENT THEY DID, THEY WERE TRANSFORMED. WE HAVEN'T HEARD FROM THEM SINCE.
"EVIDENTLY, THEY LOST ALL MEMORY OF THEIR TRUE IDENTITIES AND THE WORLD THEY CAME FROM.
NONE OF THOSE AFFECTED VOLUNTARILY WISH OR ATTEMPT TO LEAVE THE ISLAND, BUT SOME HAVE INADVERTANTLY CROSSED BACK THROUGH THE BARRIER. SINCE THAT HAPPENS MOSTLY ON THE RIVERS, WE'VE ORDERED OUR NAVAL UNITS TO KEEP CONSTANT WATCH FOR ANYONE IN THE WATER.
EVIDENTLY, THOSE PEOPLE REMEMBER THEIR EXPERIENCE-- THOUGH SOME DON'T QUITE BELIEVE IT. OUR INTERROGATION OF THEM HAS GIVEN US A FAIR IDEA OF WHAT'S HAPPENING IN MANHATTAN.

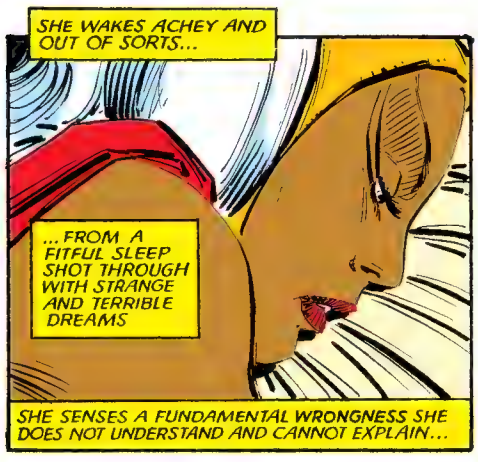

THE CITY IS RULED BY A WIZARD NAMED KULAN GATH.
WITHIN HIS BARRIER, A DIFFERENT SET OF NATURAL LAWS APPLY. MAGIC--SORCERY--WORKS.
AS THIS SATELLITE SURVEILLANCE PHOTO REVEALS, HE IS NOT A BENEVOLENT MONARCH. HIS LAWS ARE ENFORCED BY A CADRE OF SUPER-BEINGS CALLED MORLOCKS. THE SLIGHTEST INFRACTION OF THEM IS PUNISHABLE BY SUMMARY EXECUTION.
KULAN GATH ALSO PRACTICES HUMAN SACRIFICE, ON A MONSTROUS SCALE. HIS VICTIMS ARE EXCLUSIVELY...
...CHILDREN.
REPEATED ATTEMPTS TO CONTACT AVENGERS MANSION, THE BAXTER BUILDING HEADQUARTERS OF THE FANTASTIC FOUR AND SHIELD'S NEW YORK FIELD OFFICE HAVE FAILED.
WE HAVE, HOWEVER, MANAGED TO SIGHT A NUMBER OF SUPER-BEINGS--WHICH, ALONG WITH THE EYE-WITNESS ACCOUNTS OF ESCAPEES, HAVE CONFIRMED THAT THOSE HEROES, TOO, HAVE BEEN TRANSFORMED.
CAPTAIN AMERICA
WASP
STARFOX
VISION
SCARLET WITCH
COLOSSUS
NIGHT-CRAWLER
STORM
ROGUE
THESE ARE WHO WE'VE MANAGED TO IDENTIFY SO FAR. FOR SOME REASON, SPIDER-MAN SEEMS UN-AFFECTED; WE'VE NO IDEA WHY.
THIS... SPELL... DOESN'T ALTER PERSONAL RELATIONSHIPS OR MEMORIES--FRIENDS REMAIN FRIENDS, FAMILIES--FAMILIES, THE AVENGERS--A BAND OF WARRIOR HEROES.
IT'S JUST THEIR EXTERNAL REALITY THAT IS DIFFERENT. THEIR POWERS AND LIVES ARE NOW DEFINED IN TERMS OF THE AGE THEY'RE LIVING IN. THEY BELIEVE THE WHOLE WORLD IS JUST LIKE MANHATTAN.
AND IF WE CAN'T FIND A WAY TO REVERSE THIS ENCHANTMENT OR AT LEAST HOLD IT IN CHECK...
...THEY MAY WELL BE RIGHT.
Dr. COOPER, YOU HAVE MUTANTS--THAT OUTLAW GROUP, THE X-MEN-- LINED UP THERE ALONG WITH THE AVENGERS AS HEROES!
WHAT'S THE IDEA?! WHY, ONE OF THEIR MEMBERS--THAT GIRL, ROGUE--IS A KNOWN CRIMINAL!
FILTHY MUTIE VERMIN--THIS WHOLE MESS IS PROBABLY THEIR FAULT--THEY OUGHT'A BE STAMPED OUT, ONCE AND FOR ALL!

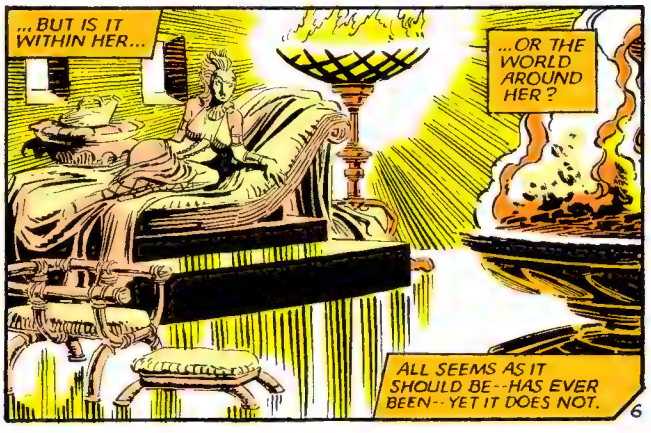

WHAT DO YOU SUGGEST, JACK, THAT WE HERD THEM INTO CONCENTRATION CAMPS? TEST EVERYBODY IN THE COUNTRY--MAYBE THE ENTIRE WORLD--AND DISPOSE OF WHOMEVER DOESN'T MEASURE UP?
THE THREAT EXISTS, GENERAL. IGNORING IT WON'T MAKE IT GO AWAY.
HUMANITY IS IN A FIGHT FOR ITS VERY SURVIVAL.


MOST OF YOU ARE TOO YOUNG TO HAVE LIVED THROUGH WORLD WAR II -- OR WHAT THE NAZIS DID. IT'S CALLED THE *HOLOCAUST* FOR GOOD REASON.
I WAS 20 WHEN WE LIBERATED *BUCHENWALD*...
...AND I'LL CARRY THE MEMORY OF THAT AWFUL DAY WITH ME TILL I DIE.

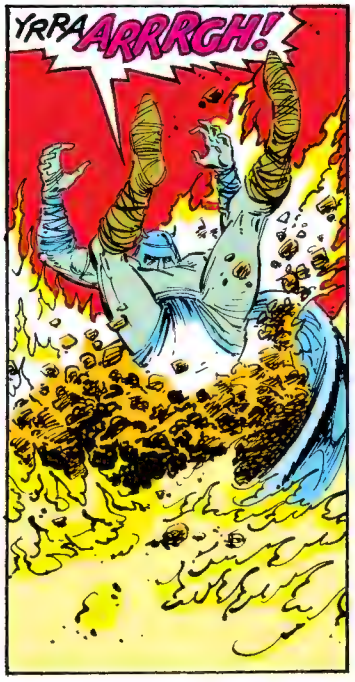
LAST NIGHT, I SAW SOME PIP-SQUEAK RACIST TV COMMENTATOR TALKING IN TERMS THAT WOULD HAVE MADE ADOLF HITLER PROUD--TELLING HIS AUDIENCE TO BE ON THE LOOKOUT FOR MUTIES, AND IF ANY ARE FOUND...
...AMONG FRIENDS OR FAMILY OR EVEN YOUR OWN CHILDREN, TO *GET RID OF THEM!*
IS THAT WHAT WE WANT FOR OURSELVES AND OUR POSTERITY?! IS THAT WHAT OUR COUNTRY'S COMING TO?!!

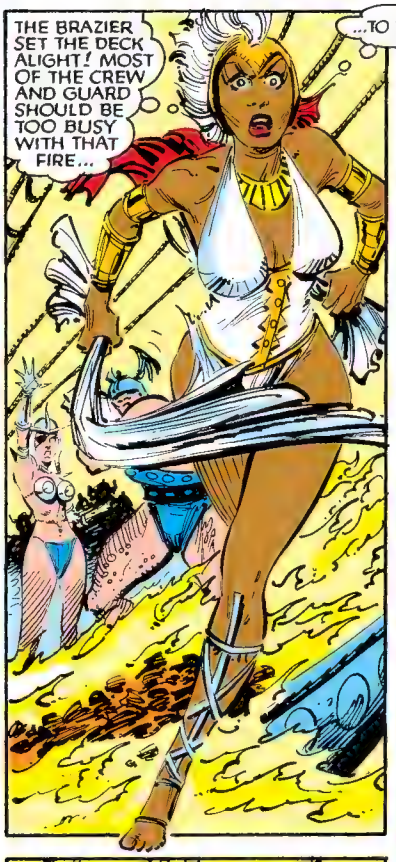

GENTLEMEN!
THIS ISN'T HELPING. THE PARAMOUNT THREAT WE FACE IS ON THAT SCREEN. BECAUSE THE UNITED NATIONS IS IN NEW YORK, EVERY COUNTRY ON THE GLOBE IS INVOLVED. THEY'RE LOOKING TO *US*, MY FRIENDS.
RIGHT NOW, THE FATE OF THE WORLD MAY WELL DEPEND ON THOSE MUTANT "VERMIN..."
...WHO HAVE NO REASON TO HELP AND EVERY REASON TO WISH US HARM. PERHAPS, IF THEY GIVE US A SECOND CHANCE, WE CAN CHANGE THAT. I HOPE--I PRAY--SO, WITH ALL MY HEART.


SHE WAKES ACHEY AND OUT OF SORTS...
...FROM A FITFUL SLEEP SHOT THROUGH WITH STRANGE AND TERRIBLE DREAMS
SHE SENSES A FUNDAMENTAL WRONGNESS SHE DOES NOT UNDERSTAND AND CANNOT EXPLAIN...


...BUT IS IT WITHIN HER...
...OR THE WORLD AROUND HER?
ALL SEEMS AS IT SHOULD BE--HAS EVER BEEN--YET IT DOES NOT.

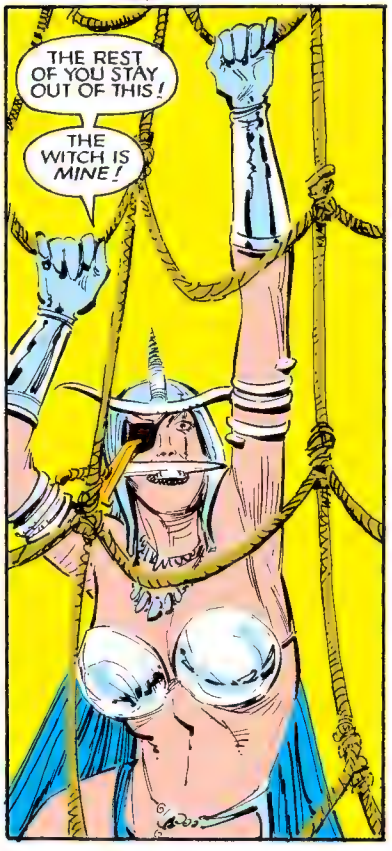
ORORO!
WHO DARES--?!
SUNDER--OF THE VIZIER'S GUARD!
I AM CALLISTO, CAPTAIN OF THAT GUARD.
I HAVE A WARRANT, MY LADY ORORO, FOR YOUR ARREST.
ON WHAT CHARGE?! I HAVE DONE NOTHING!
YOUR EXISTENCE DISPLEASES MY MASTER, KULAN GATH. THAT IS SUFFICIENT.
CONSIDERING YOUR REPUTATION, I EXPECTED MORE RESISTANCE. I'M DISAPPOINTED.
IS THE IRON HOT, SUNDER?
IT'LL DO, CAL.
SPLENDID.
THIS SLAVE-COLLAR'S FOR YOU, WIND-RIDER--
--TO BRAND YOU FOR ALL TIME.
CLOSE IT 'ROUND HER NECK, SUNDER, BEFORE THE METAL COOLS.
NO!


YRRAARRRGH!

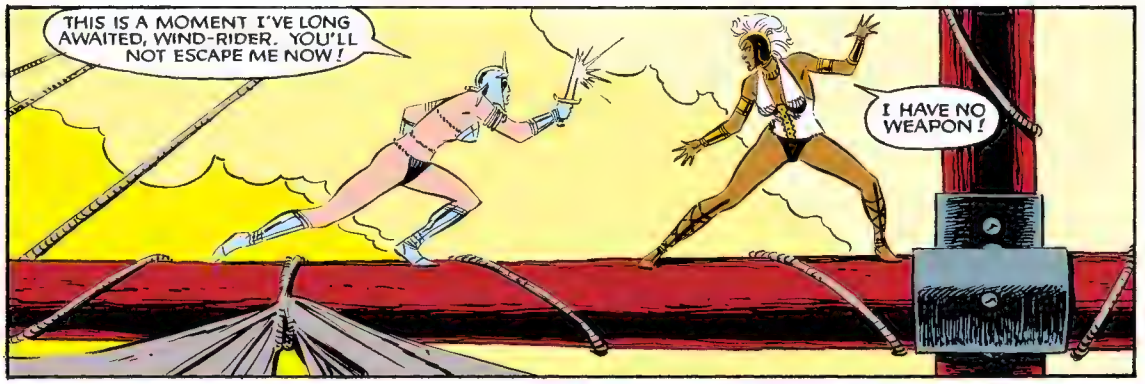

THE BRAZIER SET THE DECK ALIGHT! MOST OF THE CREW AND GUARD SHOULD BE TOO BUSY WITH THAT FIRE...
...TO WORRY ABOUT ME.

I'LL MOVE MORE EASILY WITHOUT THESE SILK PANELS ENTANGLING MY LEGS-- BUT WHERE TO GO?! THE FLAMES ARE BETWEEN ME AND THE WHARF, AND CALLISTO IS SURE TO HAVE MORE WARRIORS ASHORE-- WHOOPS!
HE CUT THROUGH THOSE HALYARDS! THE WEIGHT OF THE BOOM IS PULLING THEM UPWARDS!

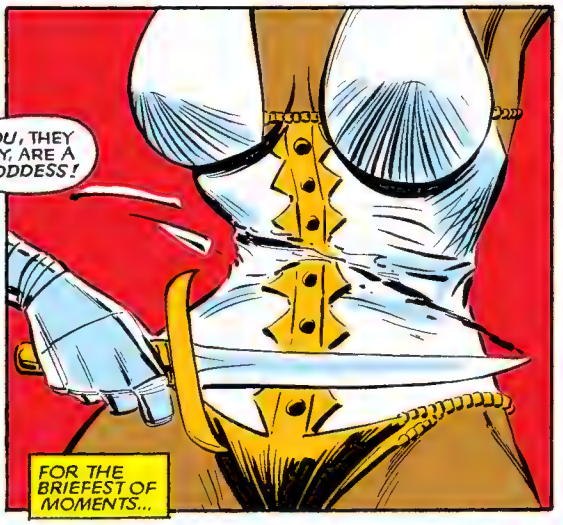
I SHALL RIDE ONE TO THE MAST-HEAD.
AND PRAY THE CAPTAIN BROUGHT NO ARCHERS.


THE REST OF YOU STAY OUT OF THIS!
THE WITCH IS MINE!

MY MASTER WOULD'VE PREFERRED YOU ALIVE, ORORO.
BUT I THINK HE'LL SHED NO TEARS WHEN I PRESENT HIM WITH YOUR CORPSE INSTEAD!

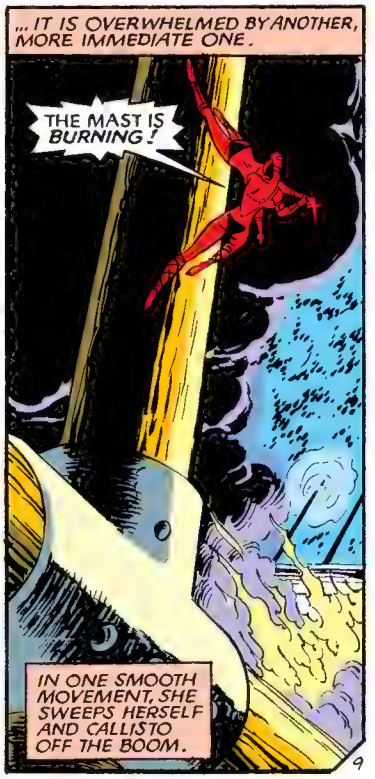

THIS IS A MOMENT I'VE LONG AWAITED, WIND-RIDER. YOU'LL NOT ESCAPE ME NOW!
I HAVE NO WEAPON!

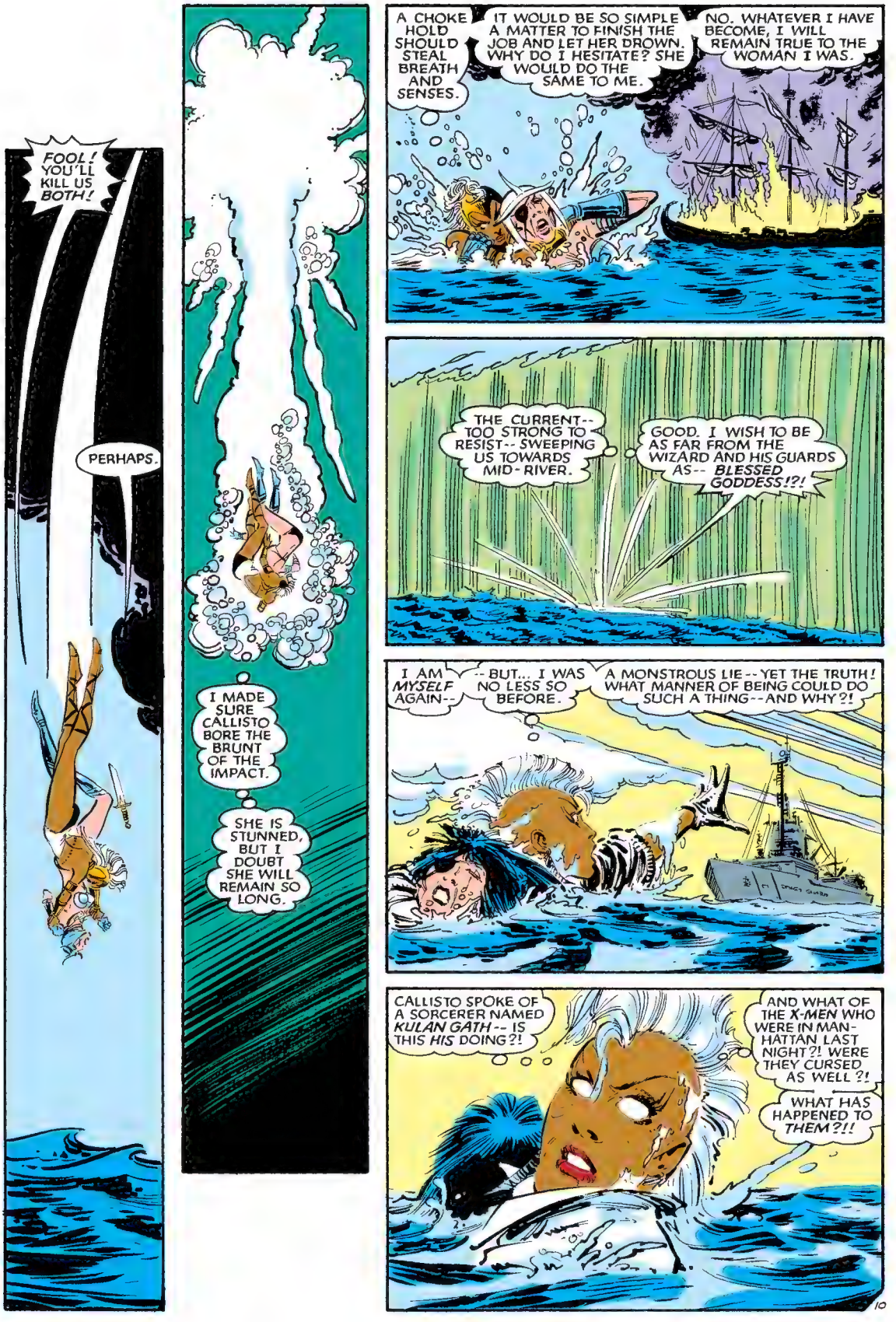
THAT MAKES THE ODDS EVEN.
AFTER ALL, THOUGH WE'RE BOTH MUTANTS, I'M BUT A WARRIOR.

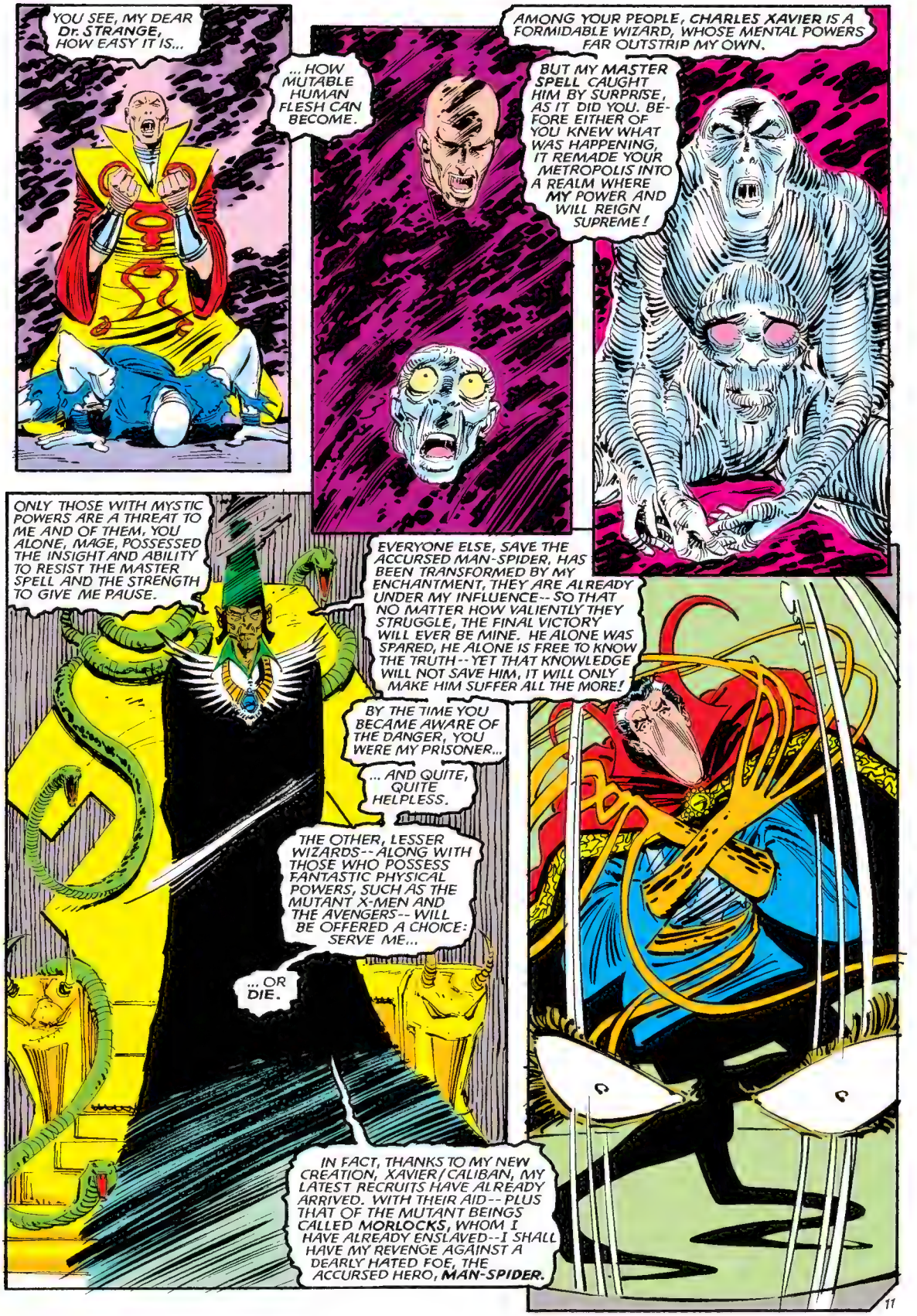

YOU, THEY SAY, ARE A GODDESS!
FOR THE BRIEFEST OF MOMENTS...

...AS PAIN FLASHES ICEFIRE ACROSS ORORO'S BELLY...
...HER WORLD TURNS TOPSY-TURVY. SUDDENLY, SHE'S CERTAIN OF WHO AND WHAT SHE IS--

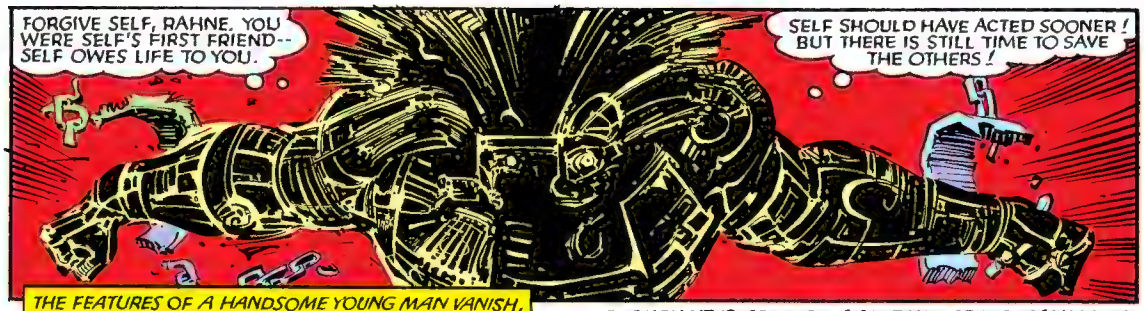
--AND THAT PERSON HAS NOTHING TO DO WITH THIS TIME.
BEFORE SHE'S EVEN FULLY AWARE OF THE REALIZATION, HOWEVER...


...IT IS OVERWHELMED BY ANOTHER, MORE IMMEDIATE ONE.
THE MAST IS BURNING!
IN ONE SMOOTH MOVEMENT, SHE SWEEPS HERSELF AND CALLISTO OFF THE BOOM.


FOOL! YOU'LL KILL US BOTH!
PERHAPS.
I MADE SURE CALLISTO BORE THE BRUNT OF THE IMPACT.
SHE IS STUNNED, BUT I DOUBT SHE WILL REMAIN SO LONG.
A CHOKE HOLD SHOULD STEAL BREATH AND SENSES.
IT WOULD BE SO SIMPLE A MATTER TO FINISH THE JOB AND LET HER DROWN. WHY DO I HESITATE? SHE WOULD DO THE SAME TO ME.
NO. WHATEVER I HAVE BECOME, I WILL REMAIN TRUE TO THE WOMAN I WAS.
THE CURRENT-- TOO STRONG TO RESIST-- SWEEPING US TOWARDS MID-RIVER.
GOOD. I WISH TO BE AS FAR FROM THE WIZARD AND HIS GUARDS AS-- BLESSED GODDESS!?!
I AM MYSELF AGAIN--
-- BUT... I WAS NO LESS SO BEFORE.
A MONSTROUS LIE--YET THE TRUTH! WHAT MANNER OF BEING COULD DO SUCH A THING--AND WHY?!
CALLISTO SPOKE OF A SORCERER NAMED KULAN GATH -- IS THIS HIS DOING?!
AND WHAT OF THE X-MEN WHO WERE IN MANHATTAN LAST NIGHT?! WERE THEY CURSED AS WELL?!
WHAT HAS HAPPENED TO THEM?!!


YOU SEE, MY DEAR Dr. STRANGE, HOW EASY IT IS...
... HOW MUTABLE HUMAN FLESH CAN BECOME.
AMONG YOUR PEOPLE, CHARLES XAVIER IS A FORMIDABLE WIZARD, WHOSE MENTAL POWERS FAR OUTSTRIP MY OWN.
BUT MY MASTER SPELL CAUGHT HIM BY SURPRISE, AS IT DID YOU. BEFORE EITHER OF YOU KNEW WHAT WAS HAPPENING, IT REMADE YOUR METROPOLIS INTO A REALM WHERE MY POWER AND WILL REIGN SUPREME!
ONLY THOSE WITH MYSTIC POWERS ARE A THREAT TO ME AND OF THEM, YOU ALONE, MAGE, POSSESSED THE INSIGHT AND ABILITY TO RESIST THE MASTER SPELL AND THE STRENGTH TO GIVE ME PAUSE.
EVERYONE ELSE, SAVE THE ACCURSED MAN-SPIDER, HAS BEEN TRANSFORMED BY MY ENCHANTMENT, THEY ARE ALREADY UNDER MY INFLUENCE-- SO THAT NO MATTER HOW VALIENTLY THEY STRUGGLE, THE FINAL VICTORY WILL EVER BE MINE. HE ALONE WAS SPARED, HE ALONE IS FREE TO KNOW THE TRUTH-- YET THAT KNOWLEDGE WILL NOT SAVE HIM, IT WILL ONLY MAKE HIM SUFFER ALL THE MORE!
BY THE TIME YOU BECAME AWARE OF THE DANGER, YOU WERE MY PRISONER...
... AND QUITE, QUITE HELPLESS.
THE OTHER, LESSER WIZARDS--ALONG WITH THOSE WHO POSSESS FANTASTIC PHYSICAL POWERS, SUCH AS THE MUTANT X-MEN AND THE AVENGERS-- WILL BE OFFERED A CHOICE: SERVE ME...
... OR DIE.
IN FACT, THANKS TO MY NEW CREATION, XAVIER/CALIBAN, MY LATEST RECRUITS HAVE ALREADY ARRIVED. WITH THEIR AID-- PLUS THAT OF THE MUTANT BEINGS CALLED MORLOCKS, WHOM I HAVE ALREADY ENSLAVED--I SHALL HAVE MY REVENGE AGAINST A DEARLY HATED FOE, THE ACCURSED HERO, MAN-SPIDER.

BRING FORTH THE PRISONERS.
THEY ARE BUT CHILDREN--HOW DELIGHTFUL!
YOUR MENTOR, CHARLES XAVIER, IS ALREADY IN MY SERVICE. INDEED, IT WAS HE WHO LED YOU TO ME.
PROFESSOR'S PSI-POWERS SUMMONED NEW MUTANTS-- HE LURED FRIENDS AND SELF INTO A TRAP.
SELF CONFUSED-- FRIENDS UNDERWENT PHYSIO-PSYCHOLOGICAL METAMORPHOSIS, WHY NOT SELF?! INSUFFICIENT DATA-- OBSERVATION, ANALYSIS CONTINUING.
XAVIER INFORMS ME YOU ARE CALLED MUTANTS, FEARED AND HATED BY THOSE WHO LACK YOUR SPECIAL ABILITIES. THAT MAKES YOU MOST PRECIOUS TO ME.
I AM KULAN GATH...
....SOON TO BE MASTER OF THE WORLD!
YOU--AND YOUR FELLOW MUTANTS--WILL PROVIDE THE NUCLEUS OF MY HELLHORDE!
YOU ARE OUTCASTS, AFRAID AND RESENTFUL NO MATTER HOW HARD YOU TRY TO HIDE OR DENY IT.
SEE HOW EASILY I TAKE THOSE NEGATIVE EMOTIONS AND COMBINE THEIR DARKLING POTENTIAL WITH MY OWN POWERS TO RESHAPE YOU BODY AND SOUL!
BY THE MAKER!

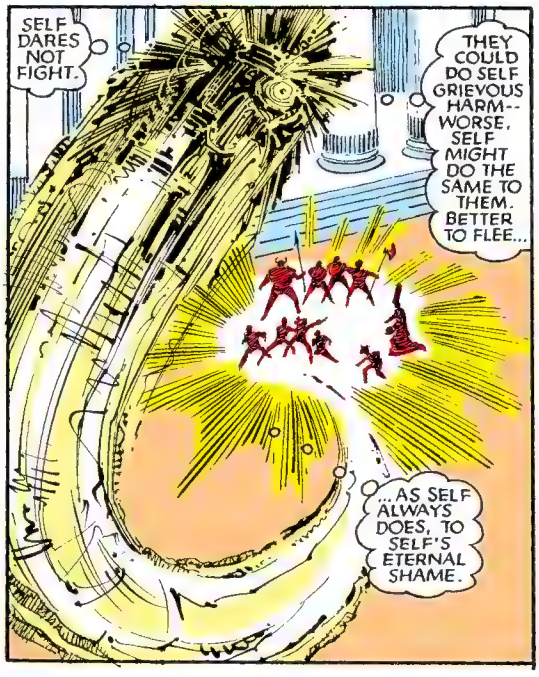

FORGIVE SELF, RAHNE. YOU WERE SELF'S FIRST FRIEND-- SELF OWES LIFE TO YOU.
SELF SHOULD HAVE ACTED SOONER! BUT THERE IS STILL TIME TO SAVE THE OTHERS!

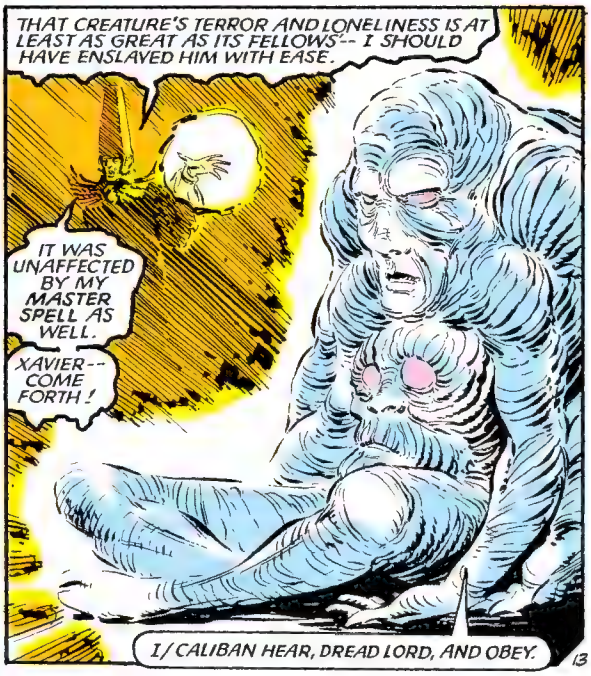
THE FEATURES OF A HANDSOME YOUNG MAN VANISH, REPLACED BY **WARLOCK'S** TRUE APPEARANCE.

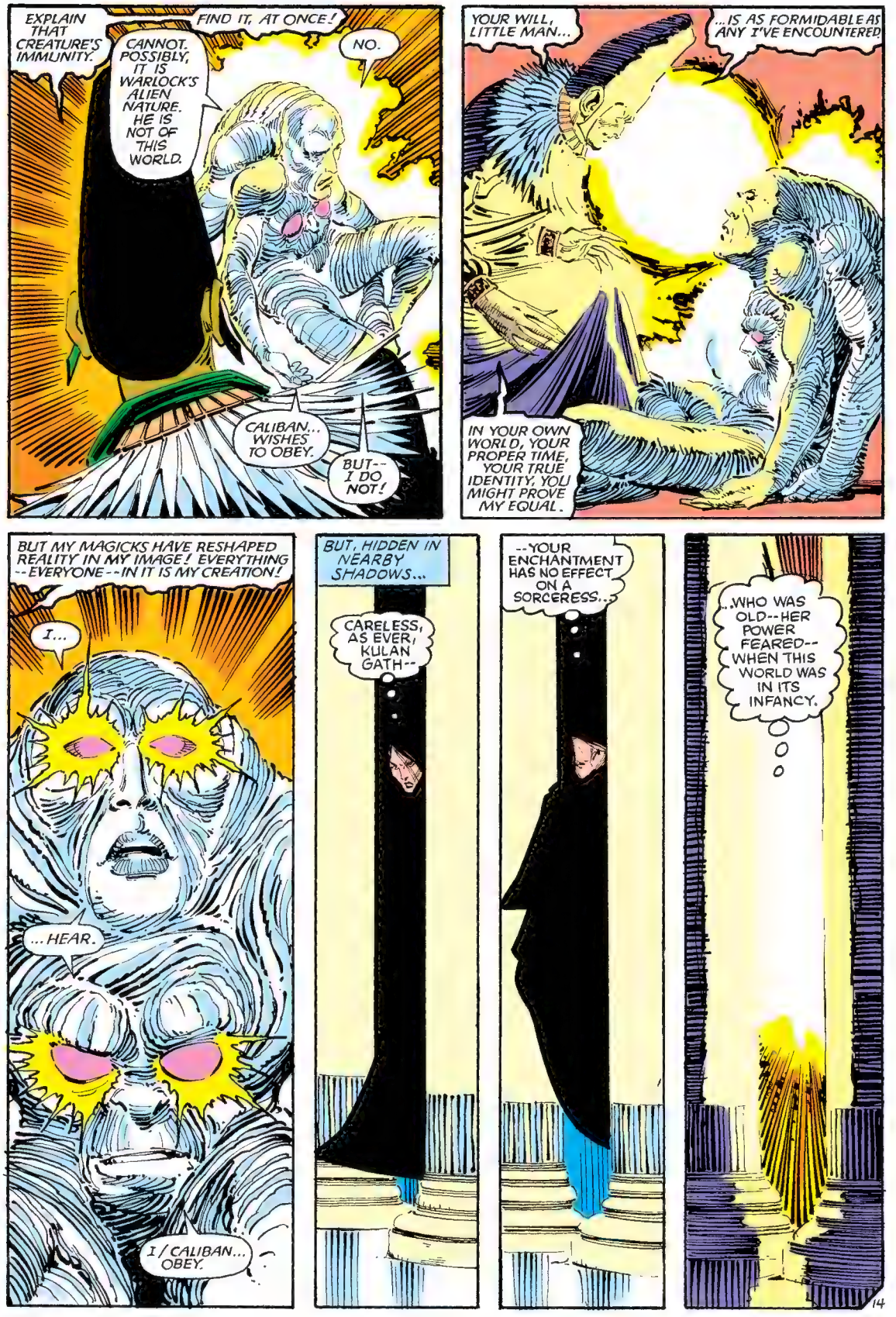
THOUGH HE IS AS MUCH A MUTANT AS HIS TEAMMATES...

... HE IS NOT HUMAN, NOR EVEN OF EARTH. A METAMORPH-- ABLE TO TRANSFORM HIS BODY INTO ANYTHING-- HE IS A TECHNO-ORGANIC BEING, COMPOSED OF LIVING ELECTRONIC CIRCUITRY.

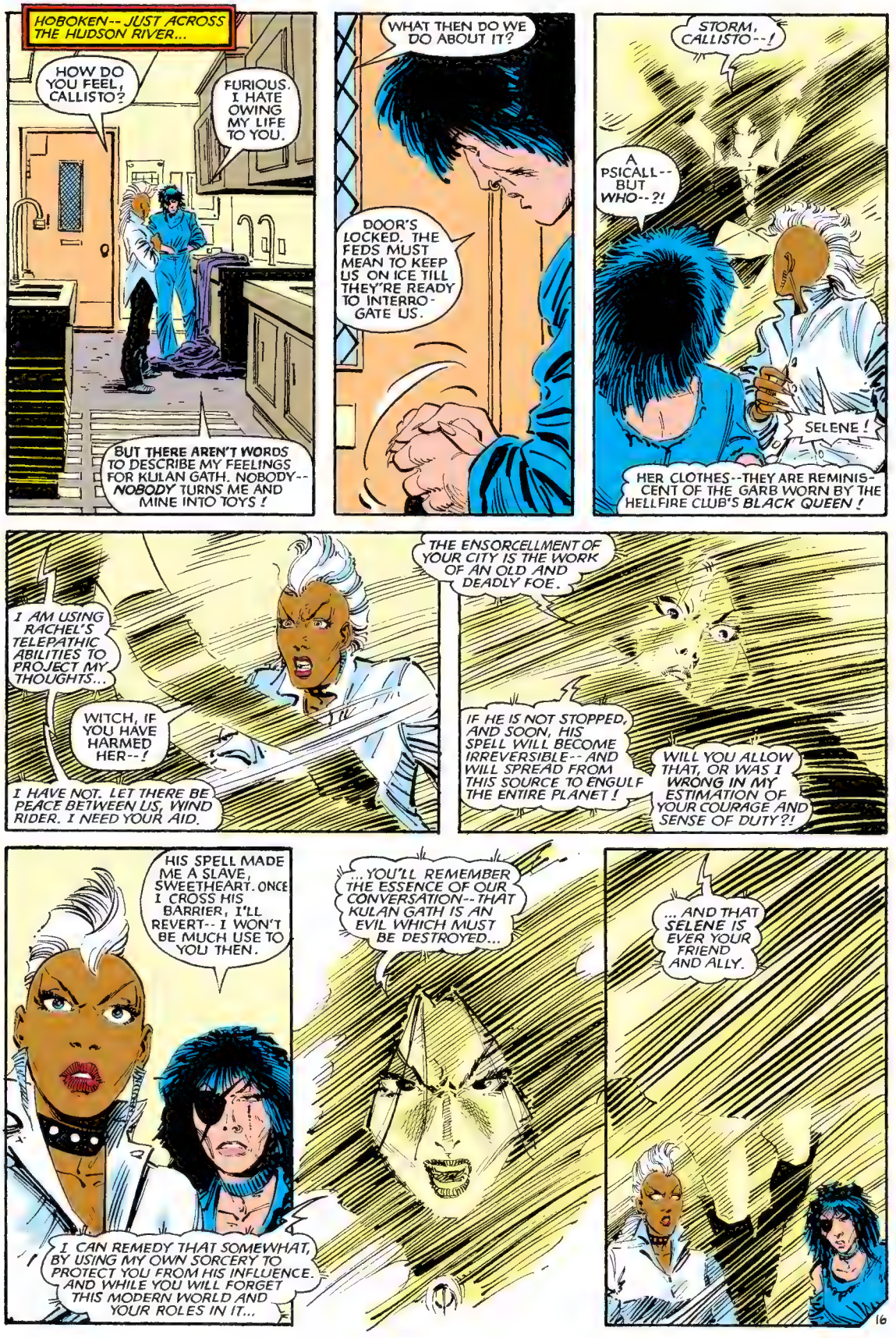
UNFORTUNATELY, FAST AS HE IS...

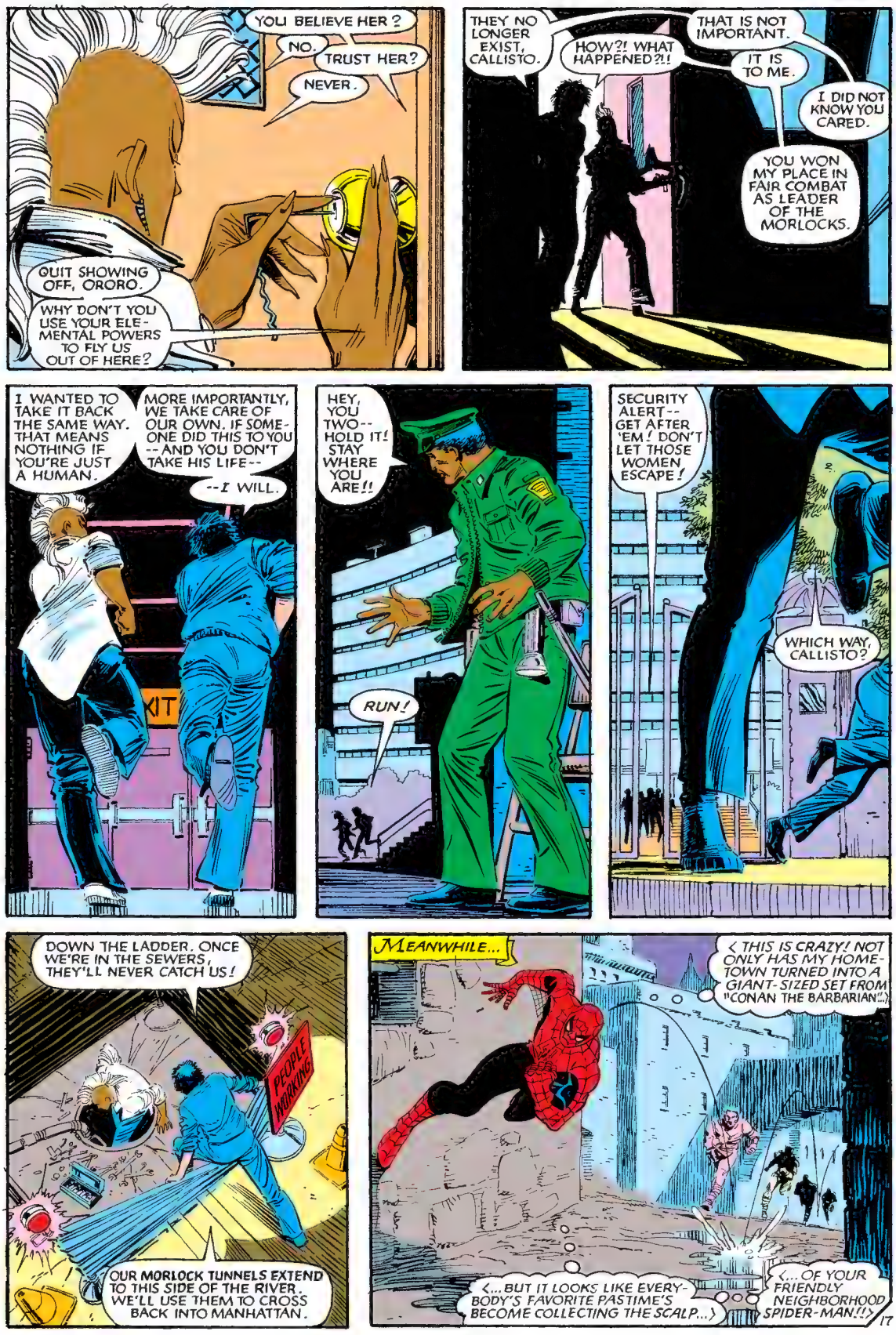

SELF DARES NOT FIGHT.
THEY COULD DO SELF GRIEVOUS HARM-- WORSE, SELF MIGHT DO THE SAME TO THEM. BETTER TO FLEE...
...AS SELF ALWAYS DOES, TO SELF'S ETERNAL SHAME.

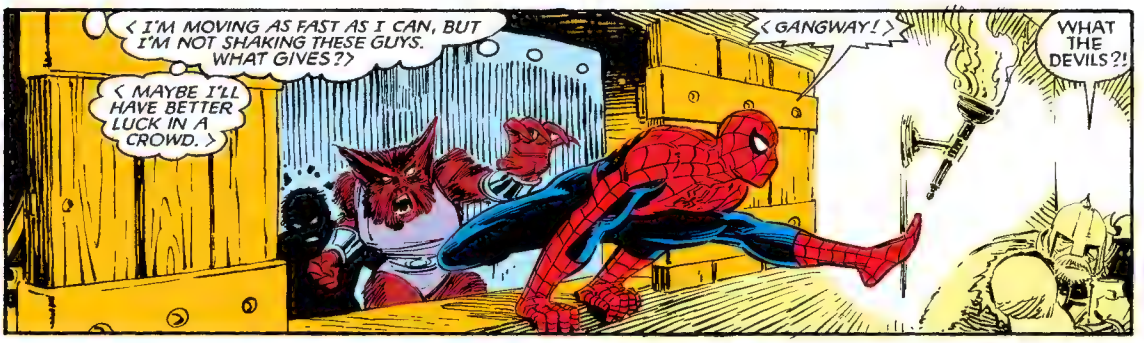

THAT CREATURE'S TERROR AND LONELINESS IS AT LEAST AS GREAT AS ITS FELLOWS-- I SHOULD HAVE ENSLAVED HIM WITH EASE.
IT WAS UNAFFECTED BY MY MASTER SPELL AS WELL.
XAVIER-- COME FORTH!
I/CALIBAN HEAR, DREAD LORD, AND OBEY.

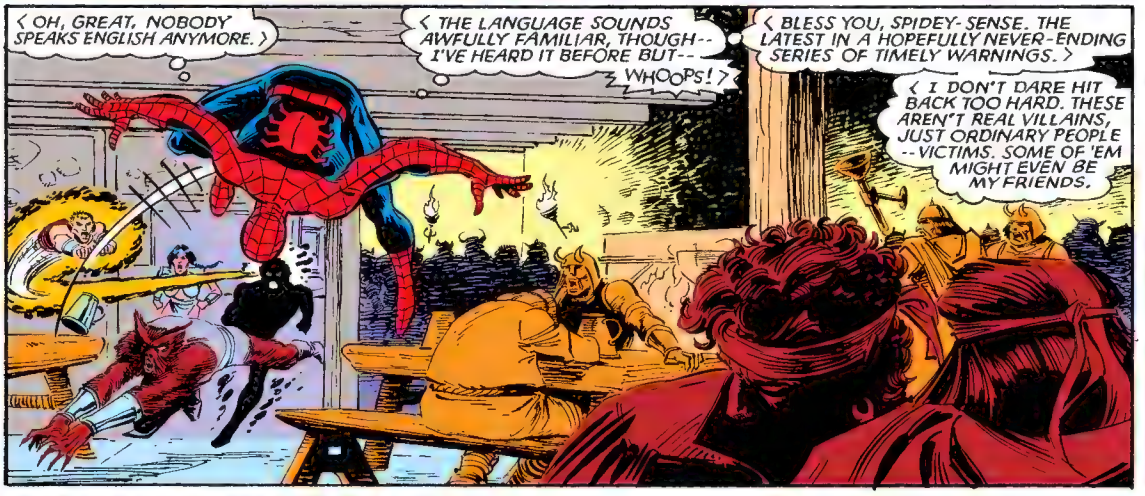

EXPLAIN THAT CREATURE'S IMMUNITY.
FIND IT, AT ONCE!
CANNOT. POSSIBLY, IT IS WARLOCK'S ALIEN NATURE. HE IS NOT OF THIS WORLD.
NO.
CALIBAN... WISHES TO OBEY.
BUT-- I DO NOT!
YOUR WILL, LITTLE MAN...
...IS AS FORMIDABLE AS ANY I'VE ENCOUNTERED.
IN YOUR OWN WORLD, YOUR PROPER TIME, YOUR TRUE IDENTITY, YOU MIGHT PROVE MY EQUAL.
BUT MY MAGICKS HAVE RESHAPED REALITY IN MY IMAGE! EVERYTHING --EVERYONE--IN IT IS MY CREATION!
I...
...HEAR.
I/CALIBAN... OBEY.
BUT, HIDDEN IN NEARBY SHADOWS...
CARELESS, AS EVER, KULAN GATH--
--YOUR ENCHANTMENT HAS NO EFFECT ON A SORCERESS...
...WHO WAS OLD--HER POWER FEARED--WHEN THIS WORLD WAS IN ITS INFANCY.

UPTOWN...
A PAIR O' PRETTIES FOR THE WIZARD.
WON'T BE SO PRETTY ONCE HE'S DONE WITH 'EM. KIND OF A SHAME, DON'T'CHA THINK, BUCKOS?
WE MEAN NO HARM--WE HAVE DONE NO WRONG--TO YOU OR YOUR MASTER.
LET US GO.
WE FOUGHT, RED, YOU LOST. TOUGH BREAK.
NOT SO HASTY, DOLT. NOT ALL MORLOCKS ARE AS HARD-HEARTED AS CALLISTO. YOU BE NICE TO US, SWEET-UMS.
MAYBE WE'LL BE NICE TO YOU.
SUCH A NOBLE OFFER, FROM SUCH NOBLE MEN.
IT SEEMS ALMOST A SHAME...
...TO STEAL YOUR LIVES AND SOULS.
THE STREET--IT'S COME ALIVE!
I CAN'T MOVE!!
MY DOING.
BUT FEAR NOT, I SHAN'T KEEP YOU PRISONER LONG.
WE MEET AGAIN, DEAR CHILDREN, BUT I'LL WAGER--THANKS TO THAT IDIOT KULAN GATH'S SPELL--NEITHER OF YOU REMEMBERS.
PRINCESS AMARA, LADY RACHEL--I AM SELENE!

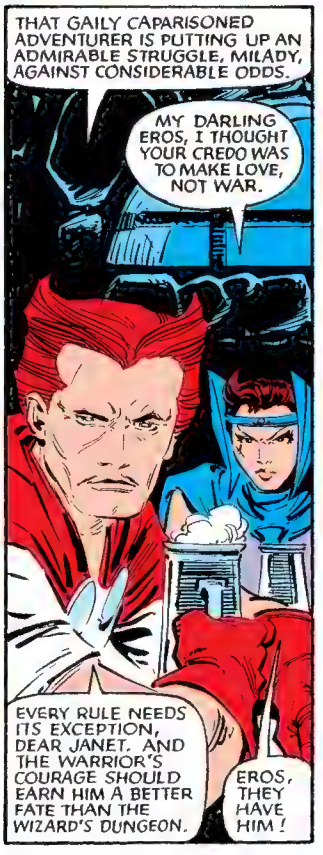

HOBOKEN-- JUST ACROSS THE HUDSON RIVER...
HOW DO YOU FEEL, CALLISTO?
FURIOUS. I HATE OWING MY LIFE TO YOU.
BUT THERE AREN'T WORDS TO DESCRIBE MY FEELINGS FOR KULAN GATH. NOBODY-- NOBODY TURNS ME AND MINE INTO TOYS!
WHAT THEN DO WE DO ABOUT IT?
DOOR'S LOCKED. THE FEDS MUST MEAN TO KEEP US ON ICE TILL THEY'RE READY TO INTERRO-GATE US.
STORM, CALLISTO--!
A PSICALL-- BUT WHO--?!
SELENE!
HER CLOTHES--THEY ARE REMINIS-CENT OF THE GARB WORN BY THE HELLFIRE CLUB'S BLACK QUEEN!
I AM USING RACHEL'S TELEPATHIC ABILITIES TO PROJECT MY THOUGHTS...
WITCH, IF YOU HAVE HARMED HER--!
I HAVE NOT. LET THERE BE PEACE BETWEEN US, WIND RIDER. I NEED YOUR AID.
THE ENSORCELLMENT OF YOUR CITY IS THE WORK OF AN OLD AND DEADLY FOE.
IF HE IS NOT STOPPED, AND SOON, HIS SPELL WILL BECOME IRREVERSIBLE-- AND WILL SPREAD FROM THIS SOURCE TO ENGULF THE ENTIRE PLANET!
WILL YOU ALLOW THAT, OR WAS I WRONG IN MY ESTIMATION OF YOUR COURAGE AND SENSE OF DUTY?!
HIS SPELL MADE ME A SLAVE, SWEETHEART. ONCE I CROSS HIS BARRIER, I'LL REVERT-- I WON'T BE MUCH USE TO YOU THEN.
I CAN REMEDY THAT SOMEWHAT, BY USING MY OWN SORCERY TO PROTECT YOU FROM HIS INFLUENCE. AND WHILE YOU WILL FORGET THIS MODERN WORLD AND YOUR ROLES IN IT...
...YOU'LL REMEMBER THE ESSENCE OF OUR CONVERSATION-- THAT KULAN GATH IS AN EVIL WHICH MUST BE DESTROYED...
...AND THAT SELENE IS EVER YOUR FRIEND AND ALLY.

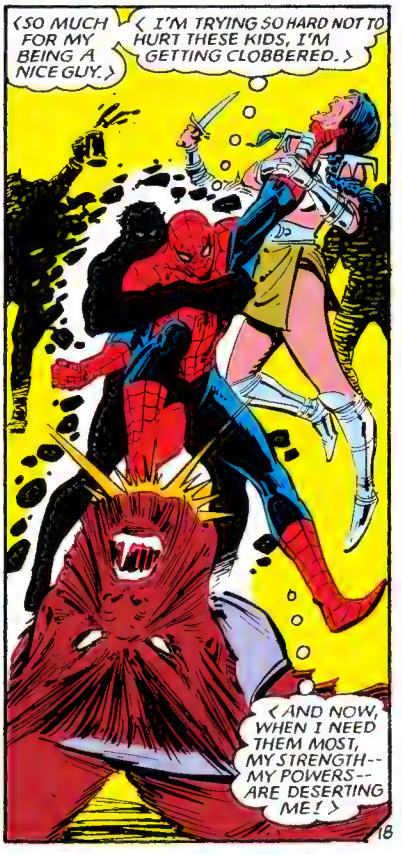

YOU BELIEVE HER?
NO.
TRUST HER?
NEVER.
QUIT SHOWING OFF, ORORO.
WHY DON'T YOU USE YOUR ELEMENTAL POWERS TO FLY US OUT OF HERE?
THEY NO LONGER EXIST, CALLISTO.
HOW?! WHAT HAPPENED?!!
THAT IS NOT IMPORTANT.
IT IS TO ME.
I DID NOT KNOW YOU CARED.
YOU WON MY PLACE IN FAIR COMBAT AS LEADER OF THE MORLOCKS.
I WANTED TO TAKE IT BACK THE SAME WAY. THAT MEANS NOTHING IF YOU'RE JUST A HUMAN.
MORE IMPORTANTLY, WE TAKE CARE OF OUR OWN. IF SOMEONE DID THIS TO YOU -- AND YOU DON'T TAKE HIS LIFE--
--I WILL.
EXIT
HEY, YOU TWO-- HOLD IT! STAY WHERE YOU ARE!!
RUN!
SECURITY ALERT-- GET AFTER 'EM! DON'T LET THOSE WOMEN ESCAPE!
WHICH WAY, CALLISTO?
DOWN THE LADDER. ONCE WE'RE IN THE SEWERS, THEY'LL NEVER CATCH US!
PEOPLE WORKING
OUR MORLOCK TUNNELS EXTEND TO THIS SIDE OF THE RIVER. WE'LL USE THEM TO CROSS BACK INTO MANHATTAN.
MEANWHILE...
<THIS IS CRAZY! NOT ONLY HAS MY HOMETOWN TURNED INTO A GIANT-SIZED SET FROM "CONAN THE BARBARIAN"...>
<...BUT IT LOOKS LIKE EVERYBODY'S FAVORITE PASTIME'S BECOME COLLECTING THE SCALP...>
<...OF YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!!>


〈 I'M MOVING AS FAST AS I CAN, BUT I'M NOT SHAKING THESE GUYS. WHAT GIVES?〉
〈 MAYBE I'LL HAVE BETTER LUCK IN A CROWD. 〉
〈 GANGWAY! 〉
WHAT THE DEVILS?!

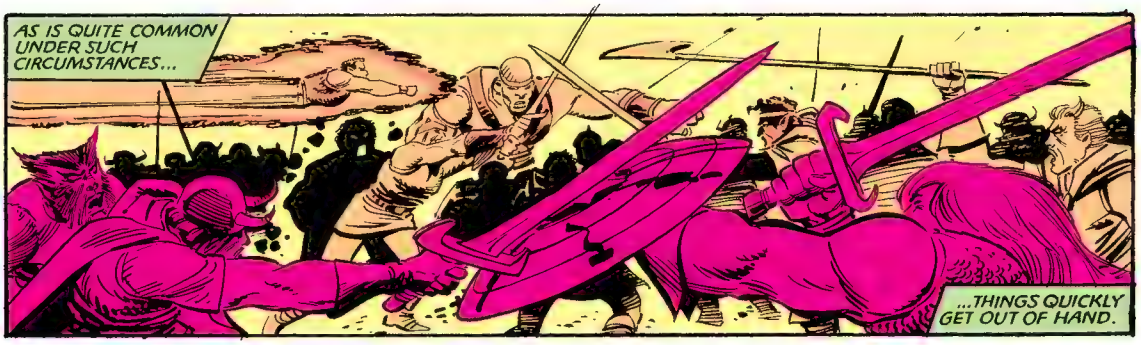

〈 OH, GREAT, NOBODY SPEAKS ENGLISH ANYMORE. 〉
〈 THE LANGUAGE SOUNDS AWFULLY FAMILIAR, THOUGH-- I'VE HEARD IT BEFORE BUT--
WHOOPS! 〉
〈 BLESS YOU, SPIDEY-SENSE. THE LATEST IN A HOPEFULLY NEVER-ENDING SERIES OF TIMELY WARNINGS. 〉
〈 I DON'T DARE HIT BACK TOO HARD. THESE AREN'T REAL VILLAINS, JUST ORDINARY PEOPLE --VICTIMS. SOME OF 'EM MIGHT EVEN BE MY FRIENDS.

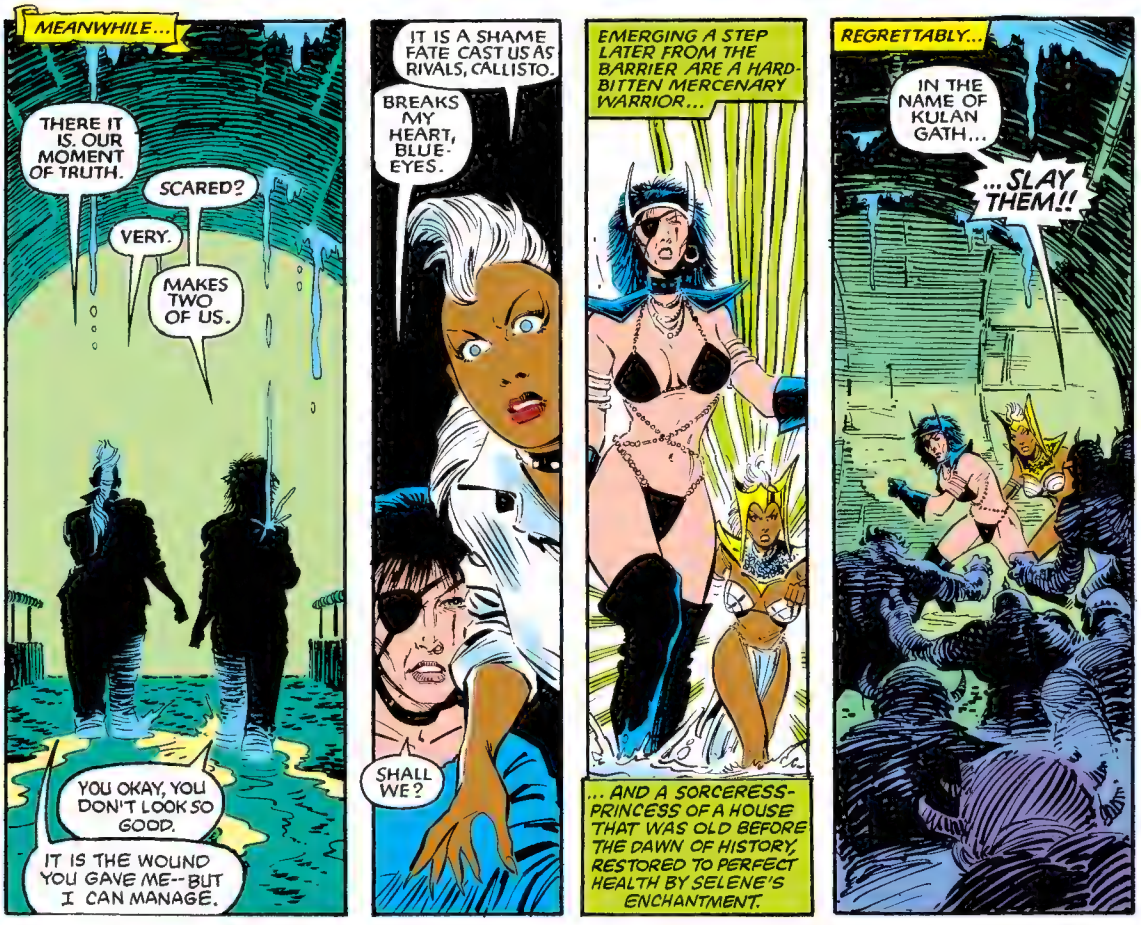
〈 HEY, I'D KNOW THOSE EARS ANY-WHERE--THAT'S CANNON-BALL! 〉
〈 I'M BEING CHASED BY THE NEW MUTANTS!!*〉
*WHOM SPIDEY MET IN MTU ANNUAL #6--Ann N.


THAT GAILY CAPARISONED ADVENTURER IS PUTTING UP AN ADMIRABLE STRUGGLE, MILADY, AGAINST CONSIDERABLE ODDS.
MY DARLING EROS, I THOUGHT YOUR CREDO WAS TO MAKE LOVE, NOT WAR.
EVERY RULE NEEDS ITS EXCEPTION, DEAR JANET. AND THE WARRIOR'S COURAGE SHOULD EARN HIM A BETTER FATE THAN THE WIZARD'S DUNGEON.
EROS, THEY HAVE HIM!


〈SO MUCH FOR MY BEING A NICE GUY.〉
〈 I'M TRYING SO HARD NOT TO HURT THESE KIDS, I'M GETTING CLOBBERED. 〉
〈 AND NOW, WHEN I NEED THEM MOST, MY STRENGTH-- MY POWERS-- ARE DESERTING ME! 〉

IT IS AS THE MASTER PROMISED. KULAN GATH'S MAGIC -- CHANNELED THROUGH US-- HAS BROUGHT HIS HATED ENEMY LOW.
<"KULAN GATH?!?" BUT THAT'S IMPOSSIBLE!>
HOLD! THE MASTER'S ORACLE, XAVIER, SPEAKS TO ME!
<SO'S WHAT'S HAPPENED TO NEW YORK. IF THIS MEANS WHAT I THINK IT DOES, I'M IN BIG TROUBLE!>
ANOTHER FOE IS CLOSE BY-- THERE, BY THE FIRE!
SHE'S JUST A GIRL. LEAVE HER ALONE.
HIS SHIELD MARKS HIM AS A CAPTAIN.
SO? STAND ASIDE, LOUT-- WE'RE ON THE WIZARD'S BUSINESS!
AND IF I REFUSE?
YOU AND YOUR COMPANIONS DEFY OUR DREAD LORD AT YOUR PERIL.
BRING ME THEIR HEADS!
A BRAWL -- THE PERFECT END TO A PERFECT EVENING, eh, SWEETHEART?!
ONLY IF WE WIN, NIGHTCRAWLER.
FOR SHAME, ROGUE -- TO HAVE SO LITTLE FAITH-- WHEN HAVE WE EVER LOST?
ALWAYS A FIRST TIME, SUGAR.
KTHOOM!
COLOSSUS AND SUNDER?!!

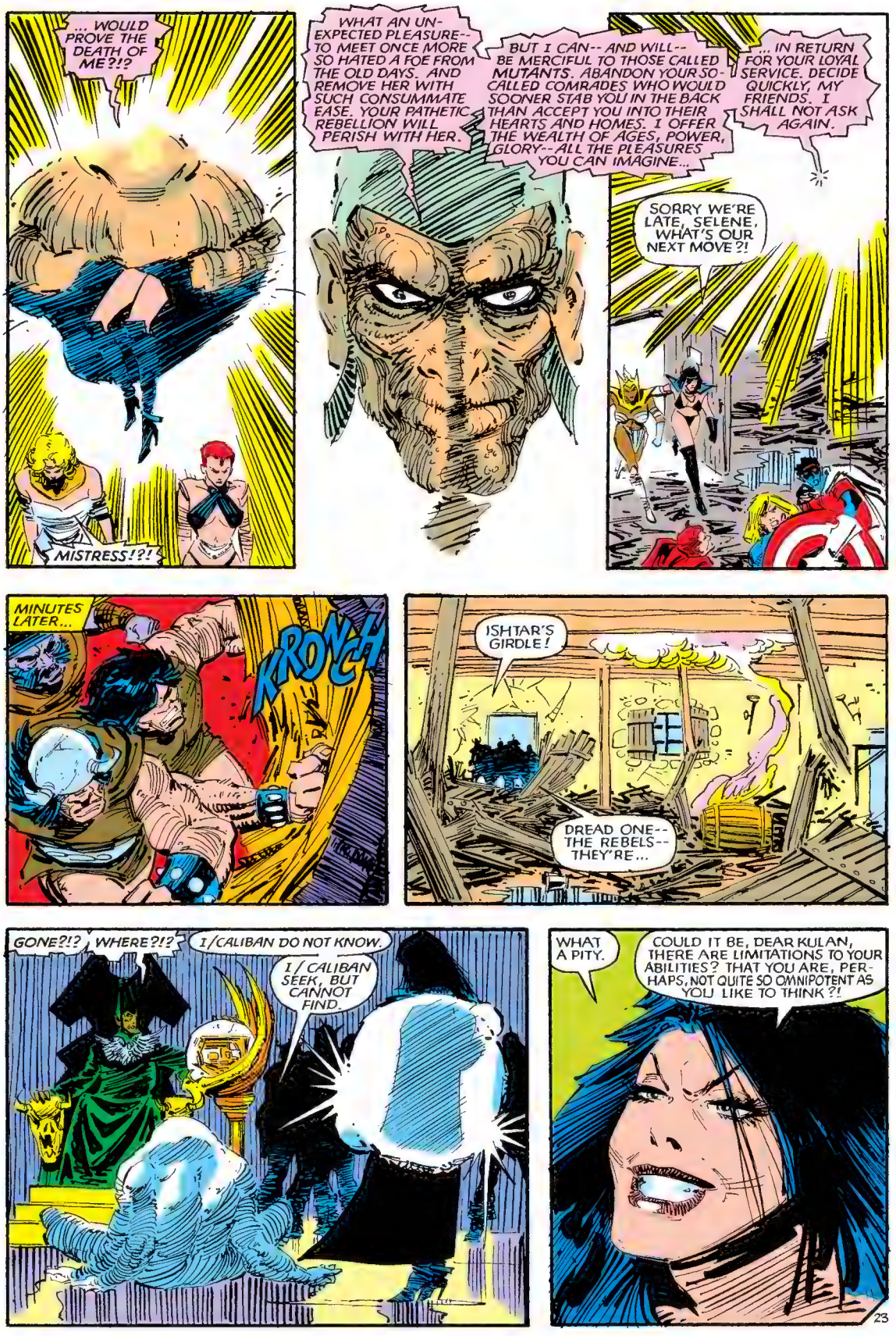

AS IS QUITE COMMON UNDER SUCH CIRCUMSTANCES...
...THINGS QUICKLY GET OUT OF HAND.

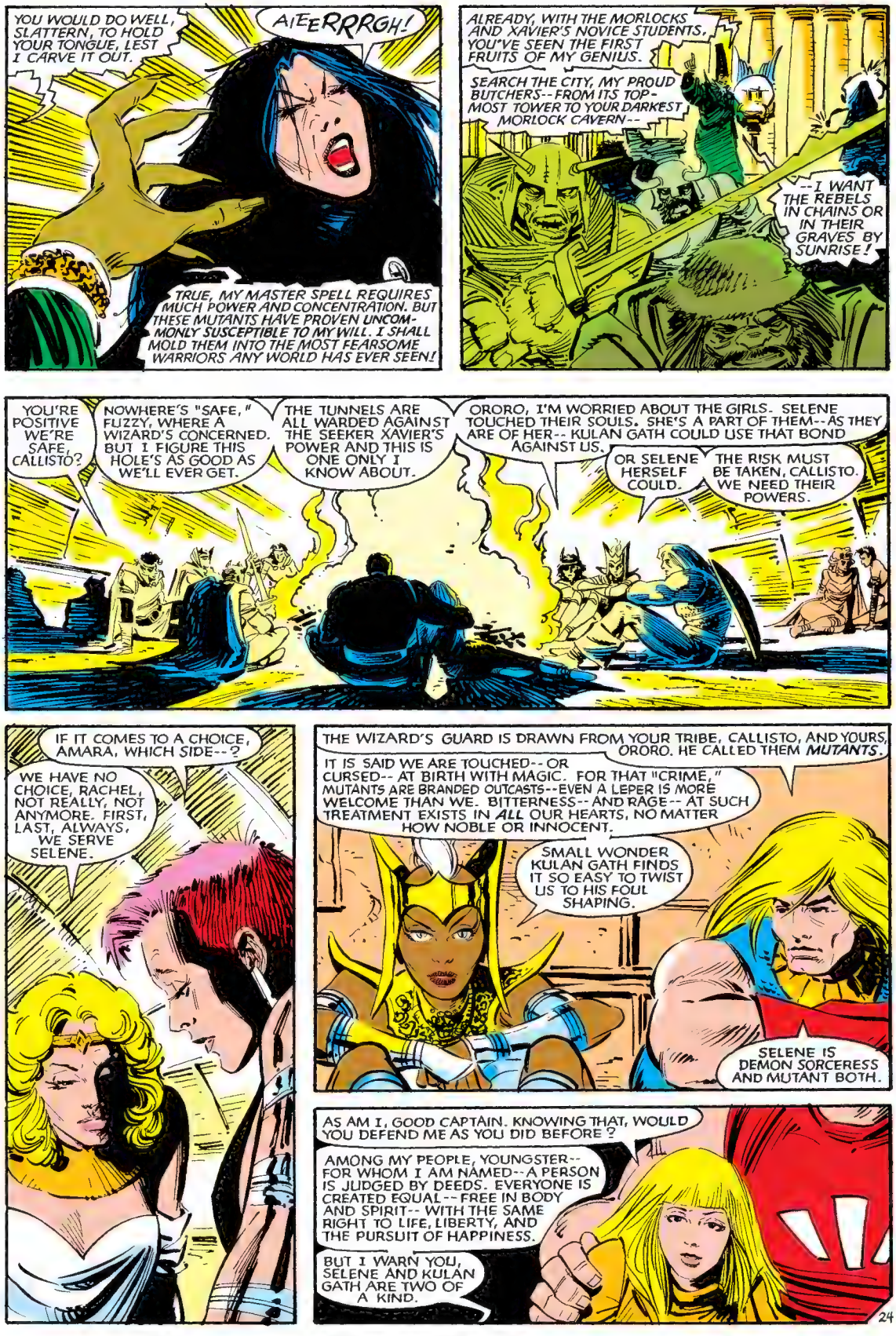

MEANWHILE...
THERE IT IS. OUR MOMENT OF TRUTH.
SCARED?
VERY.
MAKES TWO OF US.
YOU OKAY, YOU DON'T LOOK SO GOOD.
IT IS THE WOUND YOU GAVE ME--BUT I CAN MANAGE.
IT IS A SHAME FATE CAST US AS RIVALS, CALLISTO.
BREAKS MY HEART, BLUE-EYES.
SHALL WE?
EMERGING A STEP LATER FROM THE BARRIER ARE A HARD-BITTEN MERCENARY WARRIOR...
... AND A SORCERESS-PRINCESS OF A HOUSE THAT WAS OLD BEFORE THE DAWN OF HISTORY, RESTORED TO PERFECT HEALTH BY SELENE'S ENCHANTMENT.
REGRETTABLY...
IN THE NAME OF KULAN GATH...
...SLAY THEM!!

AT ROUGHLY THE SAME MOMENT, BACK AT THE TAVERN...
REBEL SCUM, YOU ARE DOOMED!
THE LAD MAY HAVE A POINT, MY FRIEND. WE'RE CERTAINLY OUTNUMBERED.
MY TRIBE ALWAYS HAS BEEN, NIGHTCRAWLER, YET WE'VE NEVER BEEN BEATEN.
SO LONG AS WE LIVE, WE HAVE HOPE.

HOWEVER, ALL BUT FORGOTTEN IN THE MELEE, THE SCULLERY GIRL WHO WAS ITS CAUSE...
...REVEALS HER TRUE SELF.
THE SOULSWORD IS THE ULTIMATE EXPRESSION OF ILLYANA RASPUTIN'S POWER AS A SORCERESS. NO MAGICKAL ENTITY OR SPELL CAN WITHSTAND IT...
...AS HER ENSORCELLED BROTHER PETER DISCOVERS.
THE TOUCH OF HER ELDRITCH BLADE FREES HIM FROM KULAN GATH'S SLAVER SPELL.
BUT THE REACTION OF HIS COMRADES IS NO LESS SWIFT AND DEVASTATING...
...AS SUNSPOT SHATTERS THE FLOOR BENEATH HER.
ORDINARILY, ILLYANA WOULD SAVE HERSELF BY TELEPORTING TO LIMBO--BUT THAT'S HER MUTANT POWER AND, THANKS TO KULAN GATH'S MASTER SPELL...
...SHE'S FORGOTTEN SHE POSSESSES IT.
SUDDENLY...
...THE ROOM ITSELF--WALLS, FLOORS, CEILING, FURNITURE--COMES ALIVE TO ENTOMB THE WARRIORS THREATENING ILLYANA AND THE BATTLING HEROES.
UNHAND HER!!

OUR COMRADES--SLAIN TO A MAN!
ONLY SUNDER'S STRENGTH SHATTERED OUR PRISONS AND SAVED US.
WE HAVE THE MAN-SPIDER. THAT'S WHAT KULAN GATH WANTED MOST.
THESE OTHERS CAN WAIT!
THEY'RE GONE! VANISHED!! FLED!!!
YAY FOR US, WE WIN!
I OWE YOU MORE THAN I CAN EVER REPAY, LITTLE SNOWFLAKE --MY LIFE, MY VERY SOUL!
PIOTR NIKOLIEVITCH--
WHAT ELSE WAS A SISTER TO DO?
WHO CAME TO OUR AID?! AND WHY?!!
SHE STRUCK WITH A MERCILESS BRUTALITY THAT MATCHED OUR FOES'!
I AM SELENE--THESE, MY CHILDREN: AMARA AND RACHEL.
AND I WAS FAR GENTLER THAN THEY WOULD HAVE BEEN WITH YOU, DEAR CAPTAIN, IN SIMILAR CIRCUMSTANCES. AT LEAST, THEIR END WAS QUICK AND RELATIVELY PAINLESS.
YOUR AGONIES AT KULAN GATH'S HANDS WOULD DEFY DESCRIPTION.
I SAVED YOU FROM THAT. IN RETURN, I REQUIRE YOUR AID AGAINST THE FOUL SPECTRE WHO HAS SEIZED YOUR CITY.
AH, SELENE, WEREN'T YOU ALWAYS SAYING THAT OVER-CONFIDENCE...
Eh--?!?


... WOULD PROVE THE DEATH OF ME?!?
MISTRESS!?!
WHAT AN UNEXPECTED PLEASURE--TO MEET ONCE MORE SO HATED A FOE FROM THE OLD DAYS. AND REMOVE HER WITH SUCH CONSUMMATE EASE. YOUR PATHETIC REBELLION WILL PERISH WITH HER.
BUT I CAN-- AND WILL-- BE MERCIFUL TO THOSE CALLED MUTANTS. ABANDON YOUR SO-CALLED COMRADES WHO WOULD SOONER STAB YOU IN THE BACK THAN ACCEPT YOU INTO THEIR HEARTS AND HOMES. I OFFER THE WEALTH OF AGES, POWER, GLORY-- ALL THE PLEASURES YOU CAN IMAGINE...
... IN RETURN FOR YOUR LOYAL SERVICE. DECIDE QUICKLY, MY FRIENDS. I SHALL NOT ASK AGAIN.
SORRY WE'RE LATE, SELENE. WHAT'S OUR NEXT MOVE?!
MINUTES LATER...
KRONCH
ISHTAR'S GIRDLE!
DREAD ONE-- THE REBELS-- THEY'RE...
GONE?!? WHERE?!?
I/CALIBAN DO NOT KNOW.
I/CALIBAN SEEK, BUT CANNOT FIND.
WHAT A PITY.
COULD IT BE, DEAR KULAN, THERE ARE LIMITATIONS TO YOUR ABILITIES? THAT YOU ARE, PERHAPS, NOT QUITE SO OMNIPOTENT AS YOU LIKE TO THINK?!

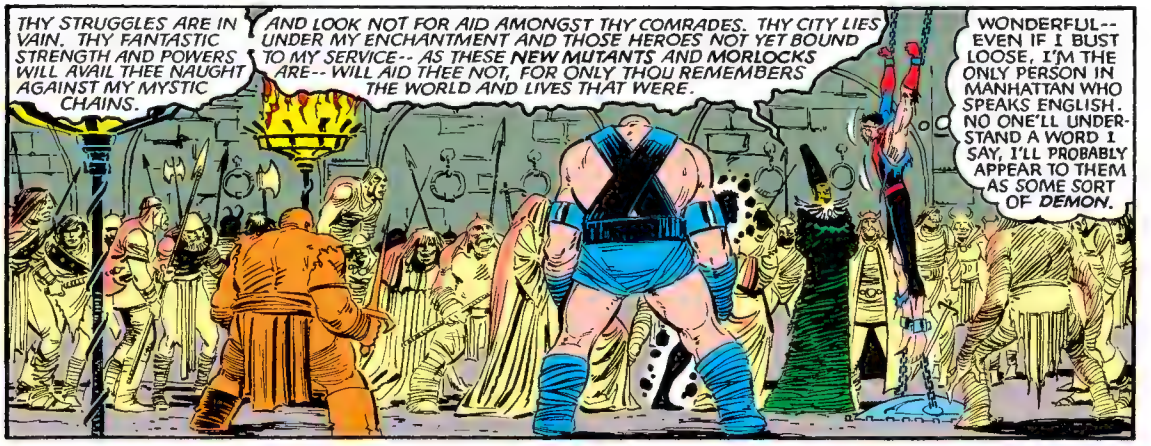

YOU WOULD DO WELL, SLATTERN, TO HOLD YOUR TONGUE, LEST I CARVE IT OUT.
AIEERRRGH!
TRUE, MY MASTER SPELL REQUIRES MUCH POWER AND CONCENTRATION. BUT THESE MUTANTS HAVE PROVEN UNCOMMONLY SUSCEPTIBLE TO MY WILL. I SHALL MOLD THEM INTO THE MOST FEARSOME WARRIORS ANY WORLD HAS EVER SEEN!
ALREADY, WITH THE MORLOCKS AND XAVIER'S NOVICE STUDENTS, YOU'VE SEEN THE FIRST FRUITS OF MY GENIUS.
SEARCH THE CITY, MY PROUD BUTCHERS--FROM ITS TOPMOST TOWER TO YOUR DARKEST MORLOCK CAVERN--
--I WANT THE REBELS IN CHAINS OR IN THEIR GRAVES BY SUNRISE!
YOU'RE POSITIVE WE'RE SAFE, CALLISTO?
NOWHERE'S "SAFE," FUZZY, WHERE A WIZARD'S CONCERNED. BUT I FIGURE THIS HOLE'S AS GOOD AS WE'LL EVER GET.
THE TUNNELS ARE ALL WARDED AGAINST THE SEEKER XAVIER'S POWER AND THIS IS ONE ONLY I KNOW ABOUT.
ORORO, I'M WORRIED ABOUT THE GIRLS. SELENE TOUCHED THEIR SOULS. SHE'S A PART OF THEM--AS THEY ARE OF HER-- KULAN GATH COULD USE THAT BOND AGAINST US.
OR SELENE HERSELF COULD.
THE RISK MUST BE TAKEN, CALLISTO. WE NEED THEIR POWERS.
IF IT COMES TO A CHOICE, AMARA, WHICH SIDE--?
WE HAVE NO CHOICE, RACHEL, NOT REALLY, NOT ANYMORE. FIRST, LAST, ALWAYS, WE SERVE SELENE.
THE WIZARD'S GUARD IS DRAWN FROM YOUR TRIBE, CALLISTO, AND YOURS, ORORO. HE CALLED THEM MUTANTS.
IT IS SAID WE ARE TOUCHED--OR CURSED-- AT BIRTH WITH MAGIC. FOR THAT "CRIME," MUTANTS ARE BRANDED OUTCASTS--EVEN A LEPER IS MORE WELCOME THAN WE. BITTERNESS-- AND RAGE-- AT SUCH TREATMENT EXISTS IN ALL OUR HEARTS, NO MATTER HOW NOBLE OR INNOCENT.
SMALL WONDER KULAN GATH FINDS IT SO EASY TO TWIST US TO HIS FOUL SHAPING.
SELENE IS DEMON SORCERESS AND MUTANT BOTH.
AS AM I, GOOD CAPTAIN. KNOWING THAT, WOULD YOU DEFEND ME AS YOU DID BEFORE?
AMONG MY PEOPLE, YOUNGSTER-- FOR WHOM I AM NAMED--A PERSON IS JUDGED BY DEEDS. EVERYONE IS CREATED EQUAL-- FREE IN BODY AND SPIRIT-- WITH THE SAME RIGHT TO LIFE, LIBERTY, AND THE PURSUIT OF HAPPINESS.
BUT I WARN YOU, SELENE AND KULAN GATH ARE TWO OF A KIND.

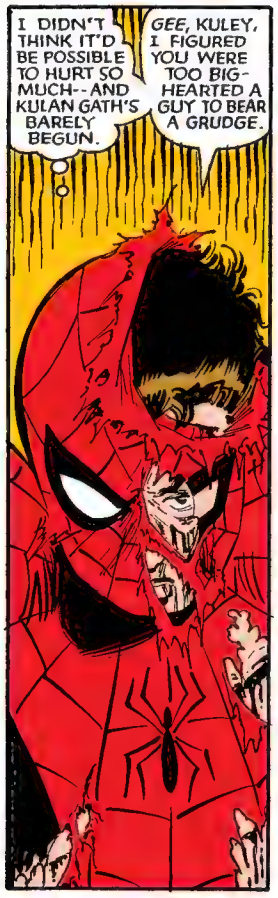
WE DON'T TRUST HER EITHER, CAP.
BUT WE NEED HER.
AS, I SUSPECT, SHE NOW DOES US. THE PARAMOUNT THREAT, HOWEVER, IS KULAN GATH. WHATEVER OUR SUSPICIONS OF SELENE, WE *KNOW* WHAT HE WILL DO-- ENSLAVE THE WORLD, CAPTAIN, INCLUDING YOUR PROUD AMERICA.
ONCE HE IS BEATEN, THEN WE CAN WORRY ABOUT HER.
ORORO, SHE MAY BE DEAD ALREADY-- OR WORSE.
WE'VE LOST OUR STRONGEST WEAPON, BEFORE THE BATTLE'S EVEN BEGUN.
THAT IS WHAT KULAN GATH NO DOUBT BELIEVES. SO WE SHALL TURN THAT BELIEF TO OUR ADVANTAGE.
CONFRONT RAW POWER WITH STEALTH AND TRICKERY, CONFOUND HIS SORCERY WITH OUR WITS. FOR ALL HIS BOASTING, NIGHTCRAWLER, HE IS NO GOD, MERELY A MAN.
WE MAY FAIL, BUT WE MUST TRY.
MY ENTIRE LIFE HAS BEEN A CRUSADE AGAINST EVIL, AGAINST THOSE WHO WOULD ENSLAVE THEIR FELLOW MAN.
THERE'S NO DOUBT IN MY MIND ORORO IS RIGHT. SOME OF US ARE MUTANTS, OTHERS AREN'T-- BUT THAT ISN'T IMPORTANT. IF WHO WE ARE AS *PEOPLE*-- IF WHAT WE BELIEVE IN-- IS TO MEAN ANYTHING...
...WE HAVE TO MAKE THIS STAND.
MY FRIENDS, IN THE NAME OF THOSE KULAN GATH HAS SLAIN AND MAY YET SLAY-- AND THE DREAMS HE'S TRAMPLED INTO NIGHTMARES-- LET THE WORD GO FORTH:
...AVENGERS ASSEMBLE!
NEXT: RAIDERS OF THE LOST TEMPLE!

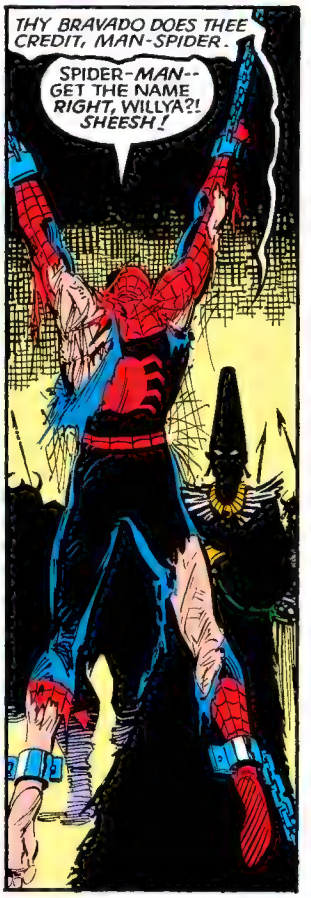
MARVEL
THE UNCANNY
X-MEN
©1984 MARVEL COMICS GROUP
TM
60¢
191
MAR
02461
APPROVED BY THE COMICS CODE AUTHORITY
JR2NDDG84

RAIDERS
OF THE
LOST TEMPLE!
LONG HAVE I AWAITED THIS MOMENT, MAN-SPIDER!
BEFORE THE NIGHT IS OUT, THOU WILT RUE THE DAY THOU DARED CROSS SWORDS WITH THE MASTER OF THE DARK RUNES:
...KULAN GATH!
A STAN LEE PRESENTATION, STARRING THE UNCANNY X-MEN, AND GUEST-STARRING SPIDER-MAN AND THE AVENGERS!
CHRIS CLAREMONT, WRITER
JOHN ROMITA, Jr. & DAN GREEN ARTISTS
TOM ORZECHOWSKI, letterer
GLYNIS WEIN, colorist
ANN NOCENTI, EDITOR
JIM SHOOTER, EDITOR IN CHIEF

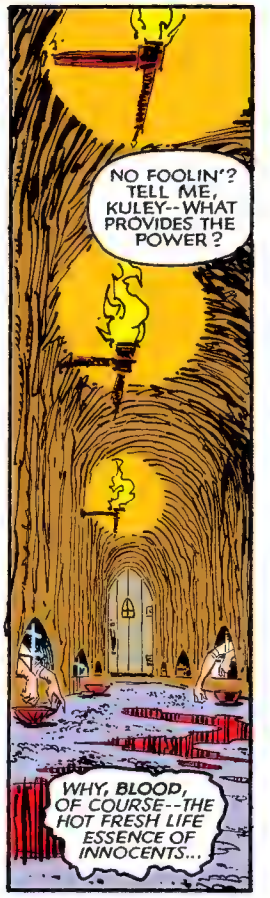
A DAY AGO, THIS WAS THE PROUDEST CITY IN THE PROUDEST COUNTRY ON THE FACE OF THE GLOBE, A MODERN METROPOLIS BARRELING HEADLONG AND HELTER-SKELTER INTO THE 21st CENTURY.
THEN, A SPELL CAST BY THIS DEMON-SORCERER TURNED TIME BACK UPON ITSELF, RECREATING ON MANHATTAN ISLAND AN AGE UNDREAMED OF.
EVERYTHING--LIVING AND UNLIVING--WAS INSTANTLY TRANSFORMED. CARS BECAME HORSE DRAWN CHARIOTS; POLICE, CIVIC GUARDS; GUNS, SWORDS.
ANYONE PENETRATING THE MYSTIC BARRIER SURROUNDING THE ISLAND WAS--AND IS--SIMILARLY AFFECTED. AND ONCE WITHIN THAT WALL OF ENERGY, THEY LOSE ANY DESIRE TO LEAVE. TO THEM, THIS IS REALITY.
TO ENFORCE HIS RULE, KULAN GATH ENSLAVED THE MORLOCKS--A BAND OF RENEGADE MUTANTS WHO LIVE IN CATACOMBS BENEATH THE UNSUSPECTING CITY...
...THEIR FEATURES AND GARB CHANGING TO REFLECT HIS COMPLETE DOMINATION.
IN ADDITION TO THE MORLOCKS, HIS VICTIMS INCLUDE THE NEW MUTANTS--
-- THE NOVICE STUDENTS OF CHARLES XAVIER, HIMSELF CRUELLY BOUND TO KULAN GATH'S SERVICE.
XAVIER IS THE GREATEST TELEPATH ON EARTH. IN HIS RIGHT MIND AND WORLD AND TIME, HE IS MORE THAN A MATCH FOR THE SORCERER.
BUT THE MASTER SPELL CAUGHT HIM BY SURPRISE--IT WAS AN ATTACK AGAINST WHICH HE, AND HIS FELLOW HEROES, HAD NO TRUE DEFENSE.
IN ALL THE CITY, ONLY THESE FEW POSSESS THE FREEDOM AND ABILITIES TO CHALLENGE KULAN GATH. SOME ARE AVENGERS--EARTH'S MIGHTIEST DEFENDERS--LED BY CAPTAIN AMERICA.
THEIR COMPANIONS ARE MUTANTS. TO THEM, THE WIZARD HAS PROMISED UNTOLD RICHES, IF ONLY THEY WOULD JOIN HIM. A TEMPTING OFFER, CONSIDERING THEY ARE AT BEST FEARED--AT WORST, HATED AND HUNTED AND SOMETIMES SLAIN--BY THEIR FELLOW MAN, SIMPLY BECAUSE THEY EXIST.
BUT THESE MUTANTS ARE THE X-MEN--AND KULAN GATH IS THEIR SWORN ENEMY.
ONCE BEFORE, KULAN GATH APPEARED IN NEW YORK TO ATTEMPT HIS GRAND ENCHANTMENT--ONLY TO BE HURLED BACK INTO THE MYSTIC ABYSS THAT WAS HIS ETERNAL PRISON BY THE AMAZING SPIDER-MAN. TONIGHT, THAT HERO PAYS THE PRICE FOR HIS COURAGE AND VICTORY.

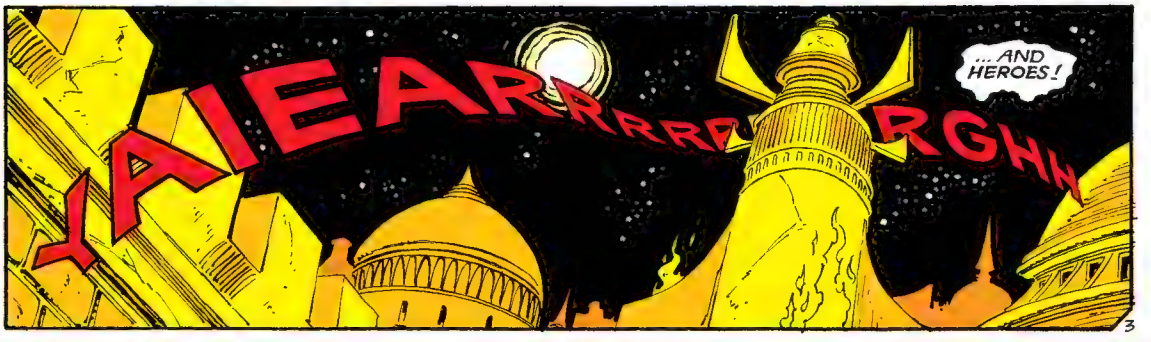

THY STRUGGLES ARE IN VAIN. THY FANTASTIC STRENGTH AND POWERS WILL AVAIL THEE NAUGHT AGAINST MY MYSTIC CHAINS.
AND LOOK NOT FOR AID AMONGST THY COMRADES. THY CITY LIES UNDER MY ENCHANTMENT AND THOSE HEROES NOT YET BOUND TO MY SERVICE-- AS THESE NEW MUTANTS AND MORLOCKS ARE-- WILL AID THEE NOT, FOR ONLY THOU REMEMBERS THE WORLD AND LIVES THAT WERE.
WONDERFUL-- EVEN IF I BUST LOOSE, I'M THE ONLY PERSON IN MANHATTAN WHO SPEAKS ENGLISH. NO ONE'LL UNDERSTAND A WORD I SAY, I'LL PROBABLY APPEAR TO THEM AS SOME SORT OF DEMON.

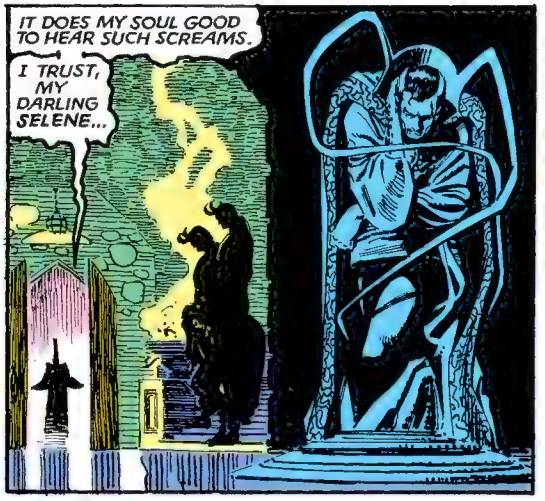

I DIDN'T THINK IT'D BE POSSIBLE TO HURT SO MUCH--AND KULAN GATH'S BARELY BEGUN.
GEE, KULEY, I FIGURED YOU WERE TOO BIG-HEARTED A GUY TO BEAR A GRUDGE.

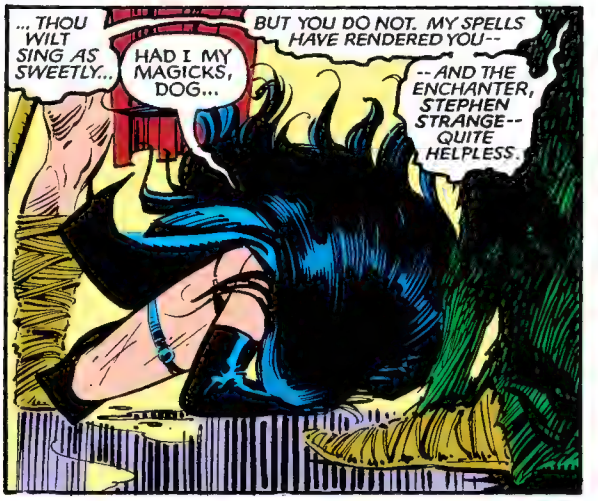

THY BRAVADO DOES THEE CREDIT, MAN-SPIDER.
SPIDER-MAN-- GET THE NAME RIGHT, WILLYA?! SHEESH!

HAVE A CARE, BOY. THAT MAY WELL BE THY EPITATH.
THIS IS BUT THE FIRST STEP. SOON, I WILL HAVE POWER ENOUGH TO SPREAD MY MASTER SPELL ACROSS THE FACE OF THE WORLD-- TO REMAKE IT, AND ALL HUMANITY, IN MY IMAGE!


NO FOOLIN'? TELL ME, KULEY--WHAT PROVIDES THE POWER?
WHY, BLOOD, OF COURSE--THE HOT FRESH LIFE ESSENCE OF INNOCENTS...


YAIEARRRRRRRRGHN
...AND HEROES!

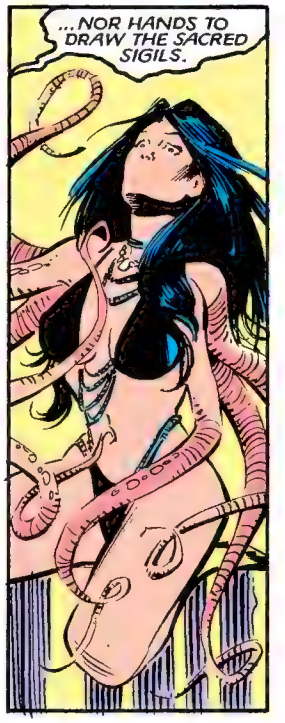

IT DOES MY SOUL GOOD TO HEAR SUCH SCREAMS.
I TRUST, MY DARLING SELENE...


...THOU WILT SING AS SWEETLY...
HAD I MY MAGICKS, DOG...
BUT YOU DO NOT. MY SPELLS HAVE RENDERED YOU--
--AND THE ENCHANTER, STEPHEN STRANGE-- QUITE HELPLESS.

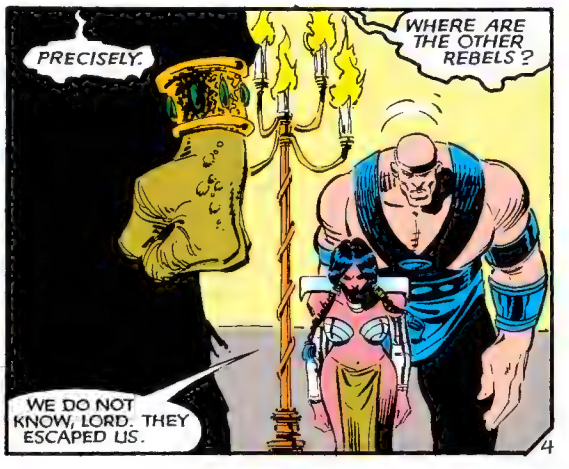
Tsk, tsk, tsk-- HAVE MY GUARDS USED THEE UNKINDLY, WENCH? FOR SHAME!
THOU WERT MY GREATEST FOE.

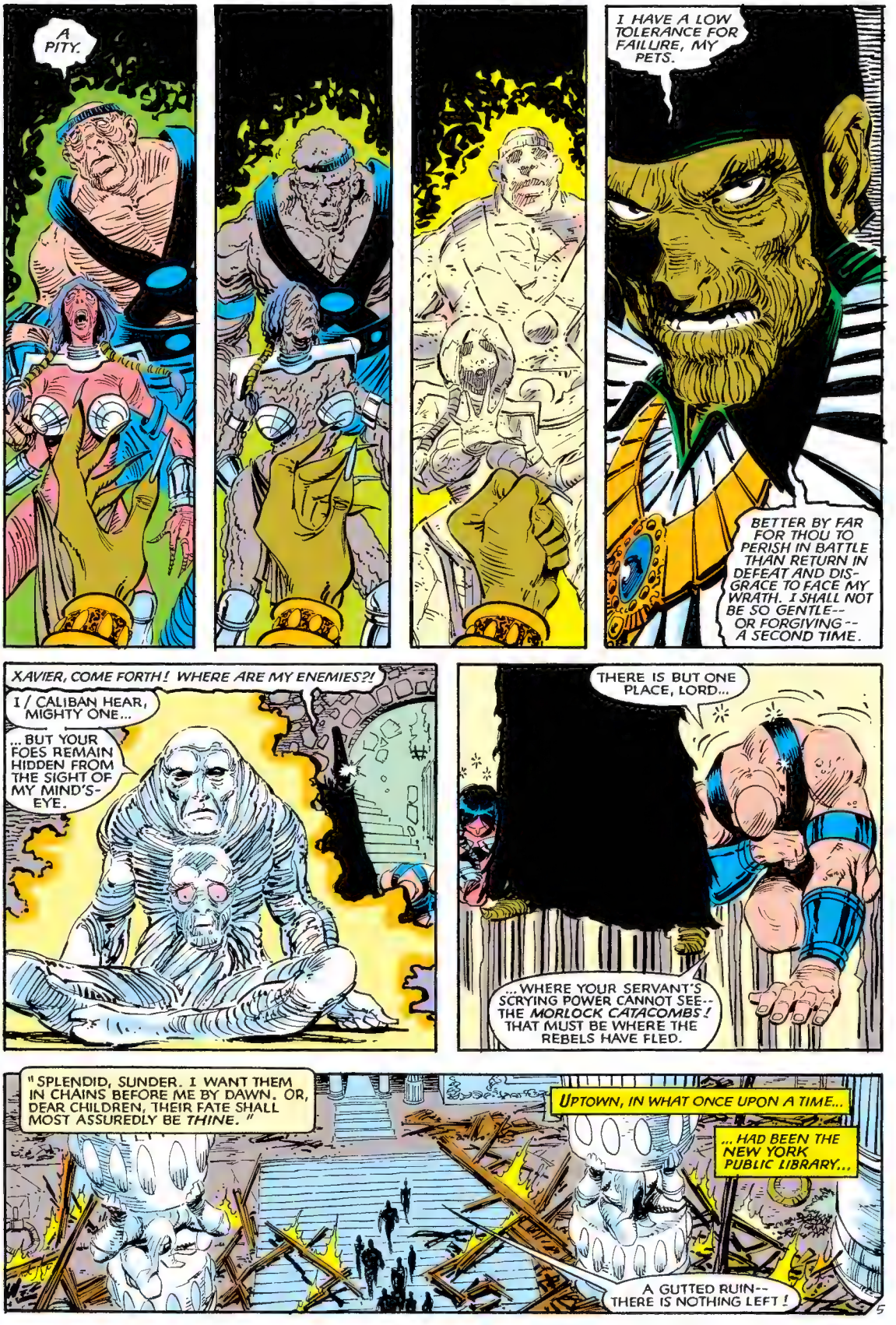
THOU DESERVE GENTLER TREATMENT.
THERE, MUCH BETTER.

WENCHES ARE BETTER SEEN BUT NOT HEARD.
FOR ALL THY KNOWLEDGE OF THE ARTS ARCANE, THOU NOW HAST NEITHER MOUTH TO CRY ENCHANTMENTS...

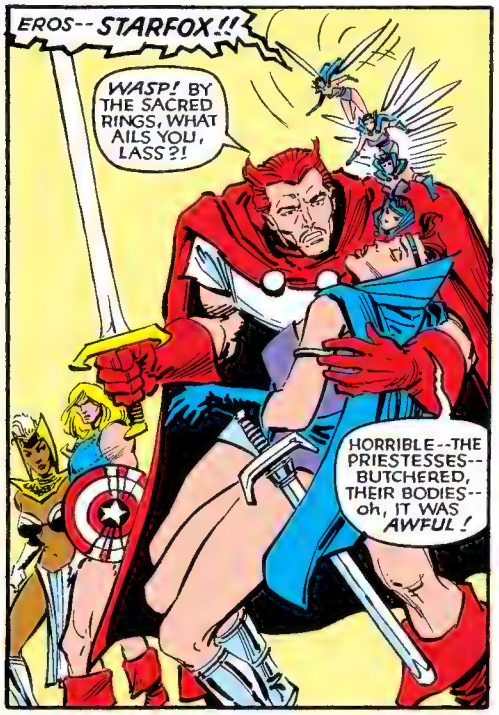

...NOR HANDS TO DRAW THE SACRED SIGILS.

THOU ART WHAT SUITS THEE BEST, A CREATURE OF WANTON FLESH WHO EXISTS SOLELY TO BRING ME PLEASURE.
I CAN SEE IN THINE EYES HOW HAPPY THAT DOTH MAKE THEE.
SUNDER, MOONSTAR-- WOULDST ALSO MAKE THY MASTER GLAD?
WE LIVE TO SERVE, DREAD ONE.

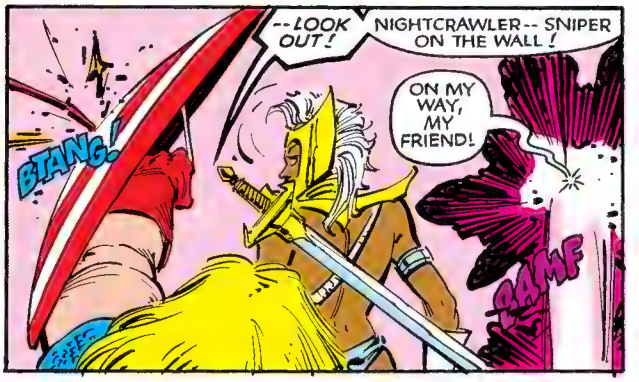

PRECISELY.
WHERE ARE THE OTHER REBELS?
WE DO NOT KNOW, LORD. THEY ESCAPED US.


A PITY.
I HAVE A LOW TOLERANCE FOR FAILURE, MY PETS.
BETTER BY FAR FOR THOU TO PERISH IN BATTLE THAN RETURN IN DEFEAT AND DISGRACE TO FACE MY WRATH. I SHALL NOT BE SO GENTLE-- OR FORGIVING-- A SECOND TIME.
XAVIER, COME FORTH! WHERE ARE MY ENEMIES?!
I / CALIBAN HEAR, MIGHTY ONE...
...BUT YOUR FOES REMAIN HIDDEN FROM THE SIGHT OF MY MIND'S-EYE.
THERE IS BUT ONE PLACE, LORD...
...WHERE YOUR SERVANT'S SCRYING POWER CANNOT SEE-- THE MORLOCK CATACOMBS! THAT MUST BE WHERE THE REBELS HAVE FLED.
"SPLENDID, SUNDER. I WANT THEM IN CHAINS BEFORE ME BY DAWN. OR, DEAR CHILDREN, THEIR FATE SHALL MOST ASSUREDLY BE THINE."
UPTOWN, IN WHAT ONCE UPON A TIME...
...HAD BEEN THE NEW YORK PUBLIC LIBRARY...
A GUTTED RUIN-- THERE IS NOTHING LEFT!

WASP, SEARCH THE TEMPLE FOR ANY SURVIVORS.
THE REST OF YOU, STAY ALERT! WHOEVER DID THIS MAY STILL BE AROUND!
AH HOPE YOUR LI'L LADY'LL BE OKAY, STARFOX.
YOU'LL FIND, ROGUE, THAT DESPITE HER DIMINUTIVE SIZE, JANET CAN TAKE GOOD CARE OF HERSELF.


EROS--STARFOX!!
WASP! BY THE SACRED RINGS, WHAT AILS YOU, LASS?!
HORRIBLE--THE PRIESTESSES--BUTCHERED, THEIR BODIES--oh, IT WAS AWFUL!

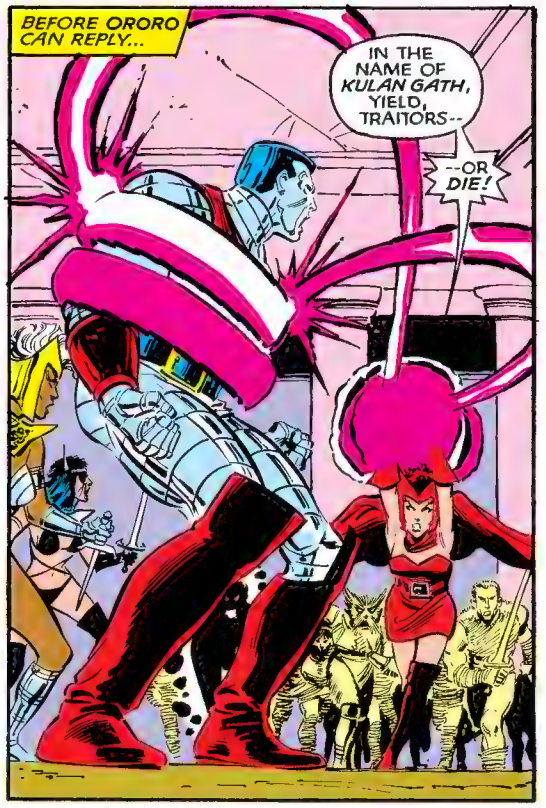
MY HOPE WAS THEY MIGHT PROVIDE...
...WEAPONS--KNOWLEDGE--TO USE AGAINST KULAN GATH. I FEAR, CAPTAIN, THE SORCERER HAD A SIMILAR NOTION.
DON'T DESPAIR, ORORO--

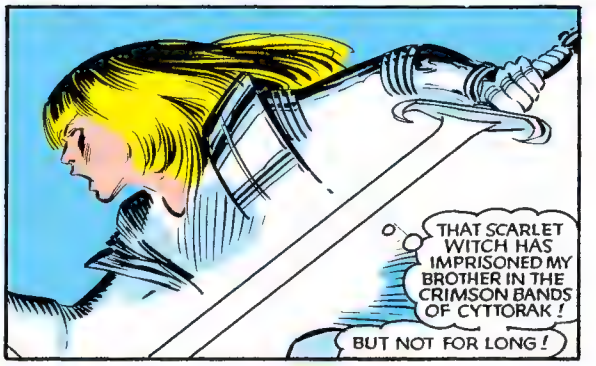

--LOOK OUT!
NIGHTCRAWLER--SNIPER ON THE WALL!
ON MY WAY, MY FRIEND!
BTANG!
BAMF

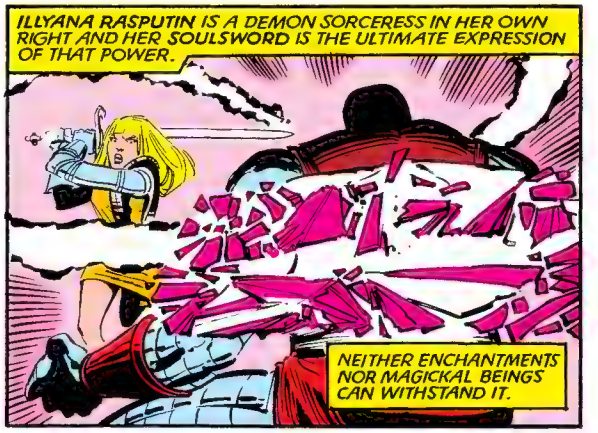
A PRETTY PRIZE, THIS--ANYONE KNOW HER?
I AM ARILYNN, YOU TELEPORTING DEVIL, CHIEF ARCHIVIST OF THE TEMPLE!
DO WITH ME WHAT YOU WILL, DOGS, MITRA SHRIVEL YOUR SOULS!

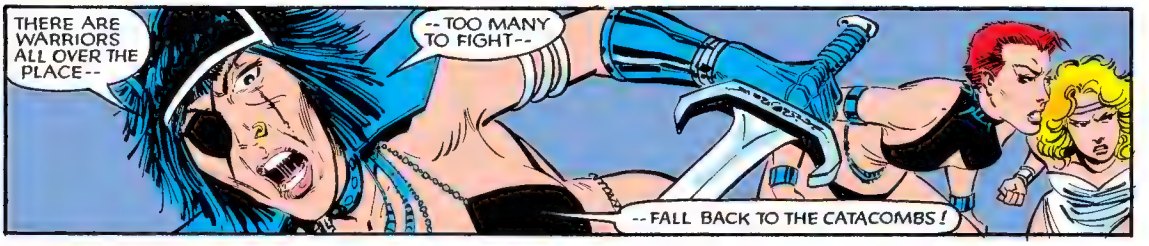
WE MEAN NO HARM, LADY.
YOUR HANDI-WORK SAYS OTHER-WISE.

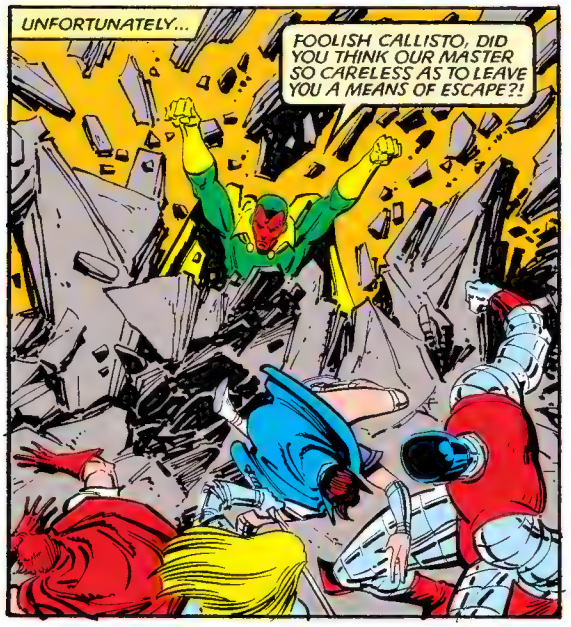
THIS MASSACRE WAS NOT OUR DOING.
LIAR!
HOW CAN YOU SAY THAT WHEN AMONGST YOU STANDS CALLISTO, COMMANDER OF THE WIZARD'S OWN GUARD?!

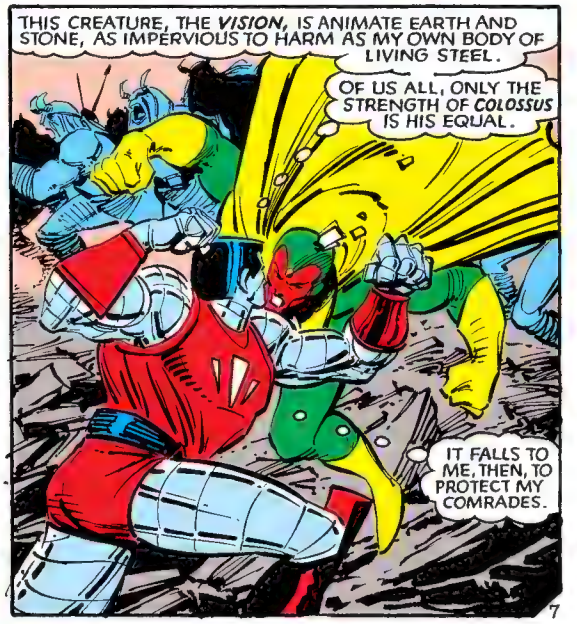

BEFORE ORORO CAN REPLY...
IN THE NAME OF KULAN GATH, YIELD, TRAITORS--
--OR DIE!

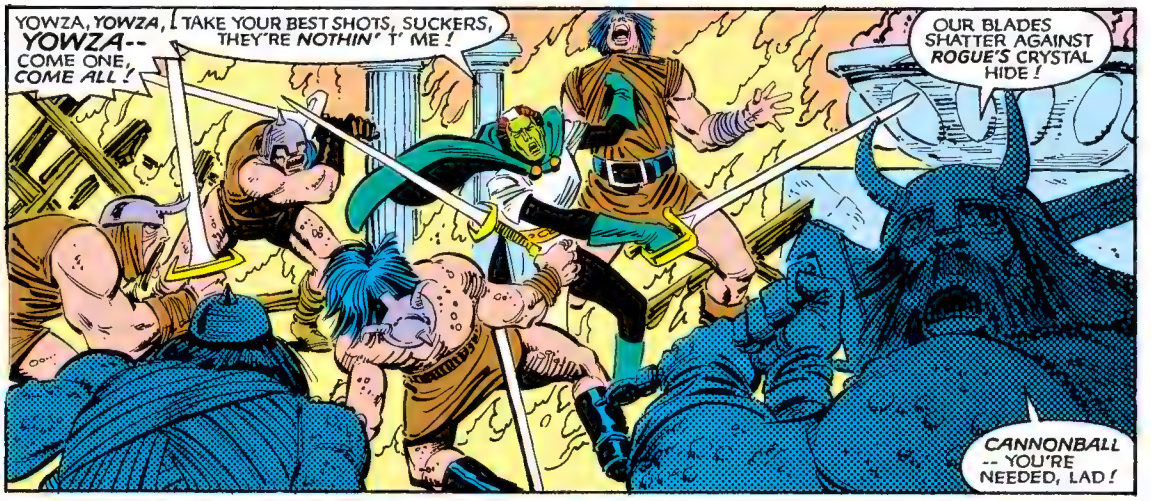

THAT SCARLET WITCH HAS IMPRISONED MY BROTHER IN THE CRIMSON BANDS OF CYTTORAK!
BUT NOT FOR LONG!

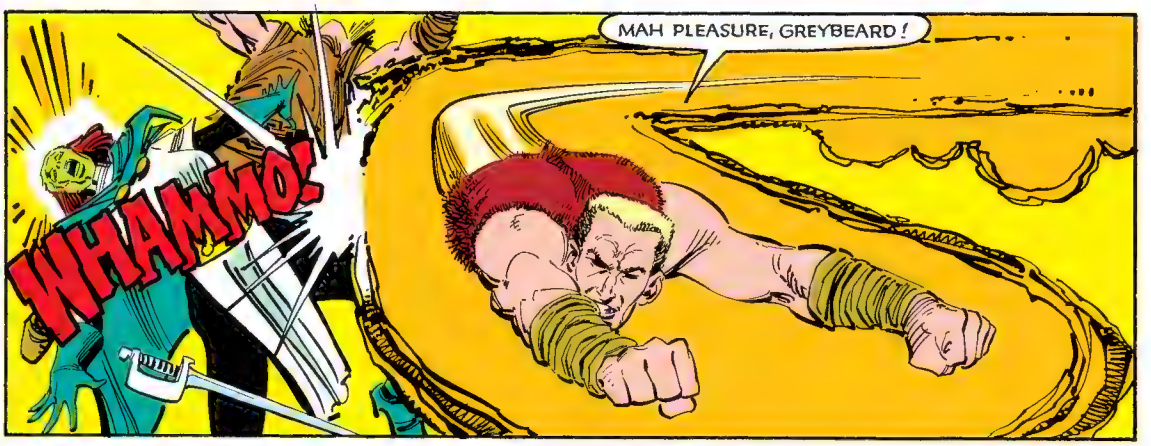

ILLYANA RASPUTIN IS A DEMON SORCERESS IN HER OWN RIGHT AND HER SOULSWORD IS THE ULTIMATE EXPRESSION OF THAT POWER.
NEITHER ENCHANTMENTS NOR MAGICKAL BEINGS CAN WITHSTAND IT.


THERE ARE WARRIORS ALL OVER THE PLACE--
--TOO MANY TO FIGHT--
--FALL BACK TO THE CATACOMBS!

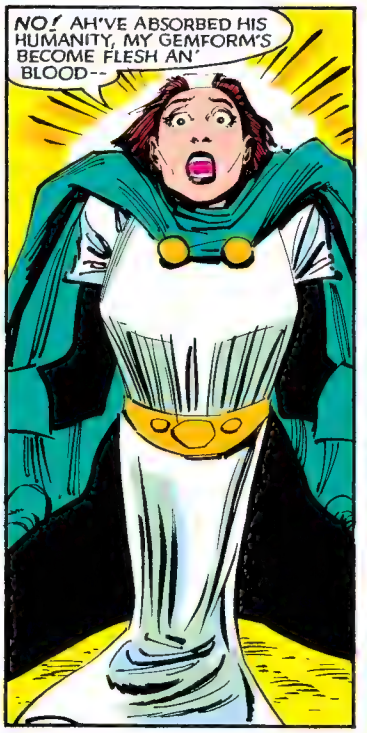

UNFORTUNATELY...
FOOLISH CALLISTO, DID YOU THINK OUR MASTER SO CARELESS AS TO LEAVE YOU A MEANS OF ESCAPE?!


THIS CREATURE, THE VISION, IS ANIMATE EARTH AND STONE, AS IMPERVIOUS TO HARM AS MY OWN BODY OF LIVING STEEL.
OF US ALL, ONLY THE STRENGTH OF COLOSSUS IS HIS EQUAL.
IT FALLS TO ME, THEN, TO PROTECT MY COMRADES.

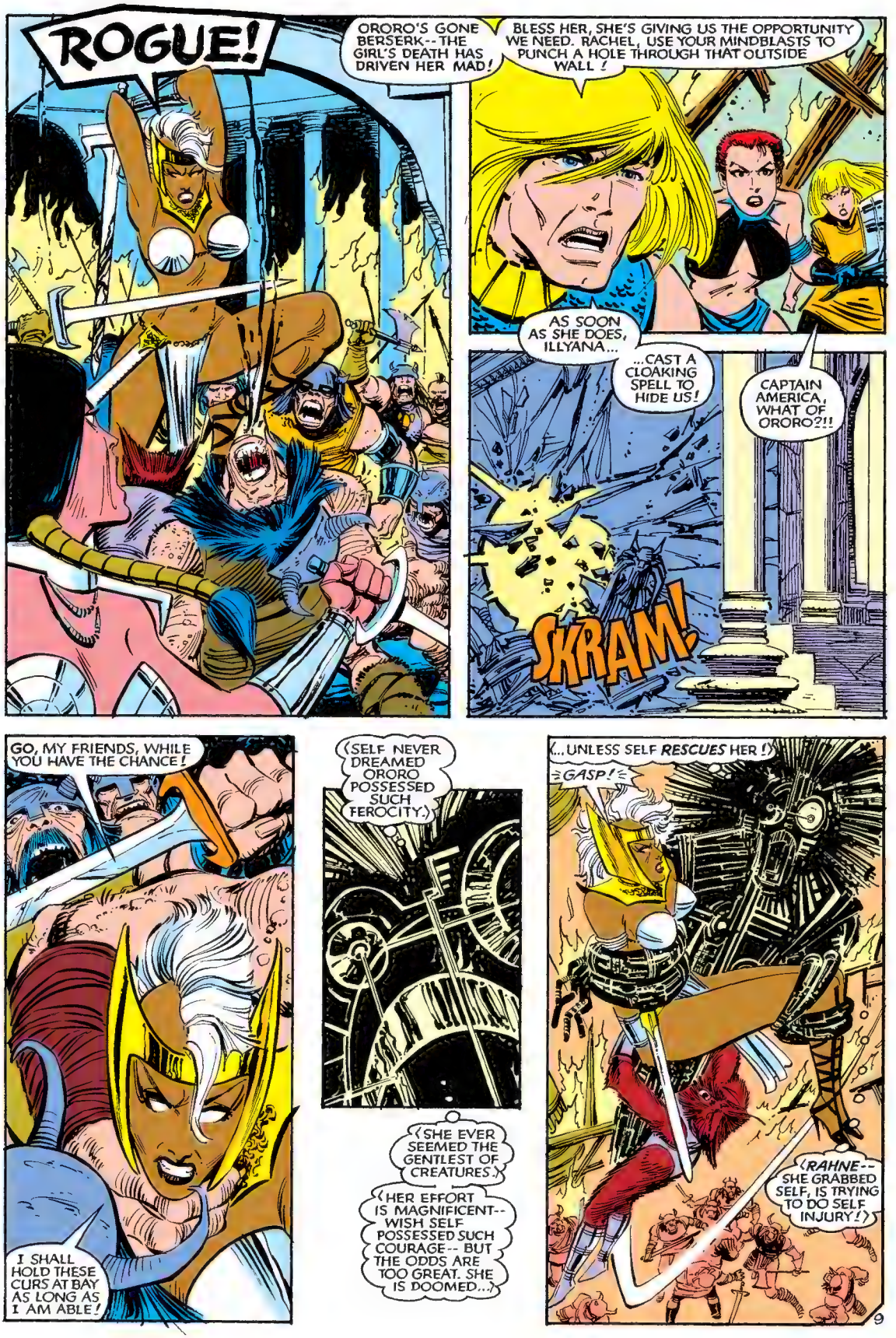

YOWZA, YOWZA, YOWZA-- COME ONE, COME ALL!
TAKE YOUR BEST SHOTS, SUCKERS, THEY'RE NOTHIN' T' ME!
OUR BLADES SHATTER AGAINST ROGUE'S CRYSTAL HIDE!
CANNONBALL -- YOU'RE NEEDED, LAD!


WHAMMO!
MAH PLEASURE, GREYBEARD!

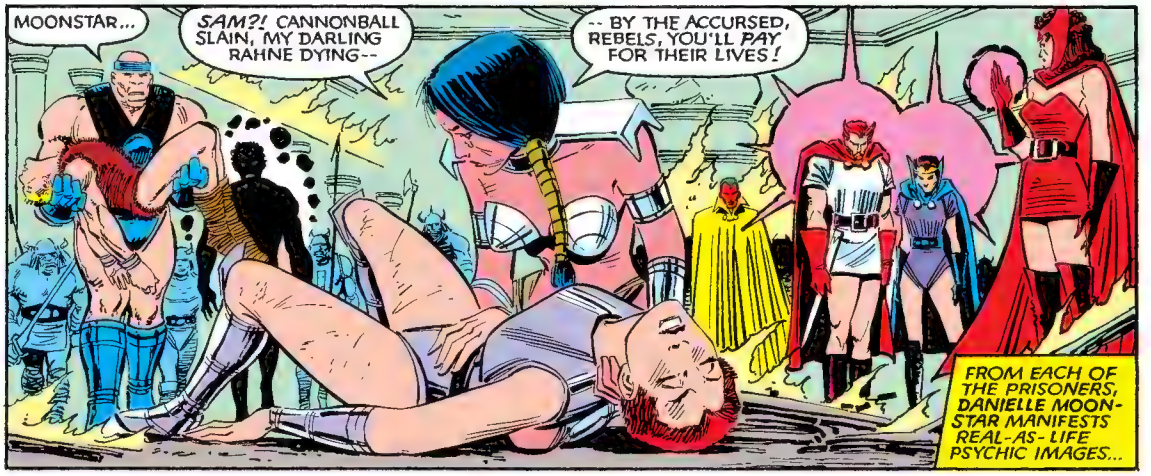
I HAVE THE WENCH--
-- BY THE UNHOLY!?!
MY BODY-- TURNING TO CRYST*L


NO! AH'VE ABSORBED HIS HUMANITY, MY GEMFORM'S BECOME FLESH AN' BLOOD--

NOW ISN'T THAT A CRYING SHAME!
ROGUE?!?

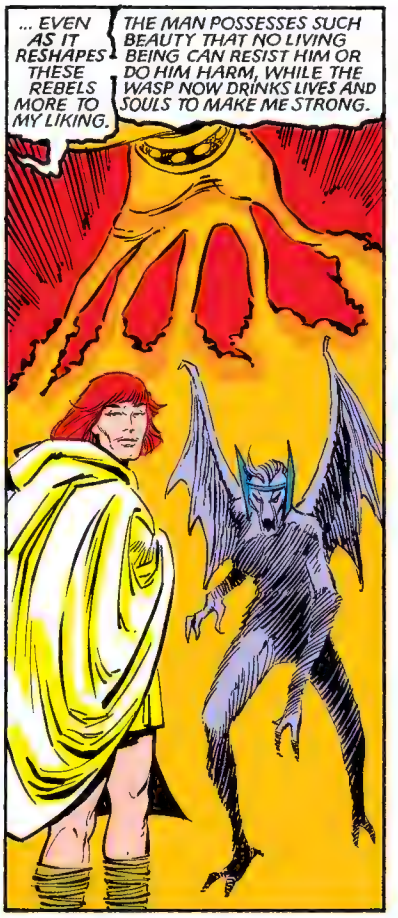

ROGUE!
ORORO'S GONE BERSERK--THE GIRL'S DEATH HAS DRIVEN HER MAD!
BLESS HER, SHE'S GIVING US THE OPPORTUNITY WE NEED. RACHEL, USE YOUR MINDBLASTS TO PUNCH A HOLE THROUGH THAT OUTSIDE WALL!
AS SOON AS SHE DOES, ILLYANA...
...CAST A CLOAKING SPELL TO HIDE US!
CAPTAIN AMERICA, WHAT OF ORORO?!!
SKRAM!
GO, MY FRIENDS, WHILE YOU HAVE THE CHANCE!
I SHALL HOLD THESE CURS AT BAY AS LONG AS I AM ABLE!
(SELF NEVER DREAMED ORORO POSSESSED SUCH FEROCITY.)
(SHE EVER SEEMED THE GENTLEST OF CREATURES.)
(HER EFFORT IS MAGNIFICENT--WISH SELF POSSESSED SUCH COURAGE-- BUT THE ODDS ARE TOO GREAT. SHE IS DOOMED...)
(...UNLESS SELF RESCUES HER!)
=GASP!=
(RAHNE--SHE GRABBED SELF, IS TRYING TO DO SELF INJURY!)

WHAT MANNER OF HORROR ARE YOU?!
(ORORO, SELF IS FRIEND-- WARLOCK!)
(NULL COMPREHENSION, ORORO'S SPEECH-- HOW WILL SELF COMMUNICATE; HOW WILL SELF EXPLAIN-- THAT CRY?!!)
(EXHAUST BLAST-- SELF BECAME TOO HOT FOR RAHNE TO HOLD!)
AIIEEE
(MAKER FORGIVE SELF-- SELF HAS TERMINATED SELF'S BEST FRIEND!)
LATER...
COAST IS CLEAR.
I TRUST, ARCHIVIST, YOU BELIEVE US NOW.
SAVE YOUR RAGE, CALLISTO, FOR THE ONE WHO TRULY DESERVES IT.
WHO'S HERE?
ROGUE IS DEAD, MY FRIEND, AND PROBABLY ORORO WITH HER.
STARFOX AND HIS LADY, I SAW CAPTURED.
SOME HELP YOU WERE, AMARA!
YOU HAVE POWER OVER THE EARTH ITSELF-- YOU CAN CREATE 'QUAKES, EVEN VOLCANOES-- WHY DIDN'T YOU USE IT?!!
I'M SORRY, ILLYANA-- I WANTED TO HELP, BUT I... I...
... COULDN'T!
I WAS SO S-S-SCARED!
SEE WHAT YOU'VE DONE, SISTER. FOR SHAME!
DO NOT WEEP, LITTLE PRINCESS. WE WILL KEEP YOU SAFE.
ILLYANA SPEAKS LIKE SHE KNOWS THE GIRL-- AND EXPECTED BETTER OF HER. AMARA'S SOUL-BOUND TO THE SORCERESS SELENE-- AS IS YOUNG RACHEL--
--COULD THAT HAVE SOMETHING TO DO WITH IT?
CALLISTO, WHERE'S THE NEAREST ENTRANCE TO YOUR CATACOMBS? CALLISTO?!
NEXT STREET OVER.
SORRY. I WAS WONDERING WHAT WAS HAPPENING TO ORORO AND THE OTHERS.

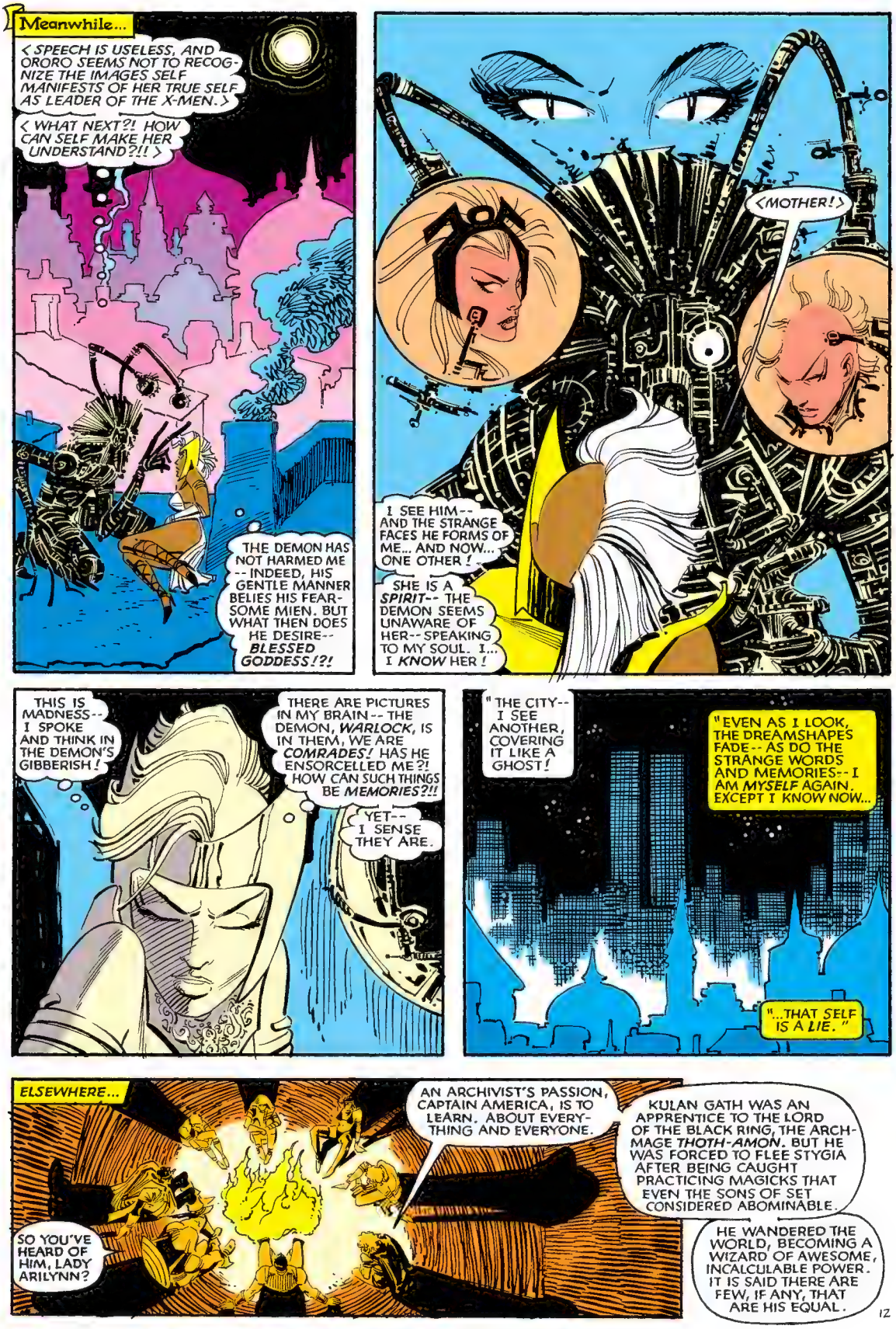

MOONSTAR...
SAM?! CANNONBALL SLAIN, MY DARLING RAHNE DYING--
-- BY THE ACCURSED, REBELS, YOU'LL PAY FOR THEIR LIVES!
FROM EACH OF THE PRISONERS, DANIELLE MOONSTAR MANIFESTS REAL-AS-LIFE PSYCHIC IMAGES...

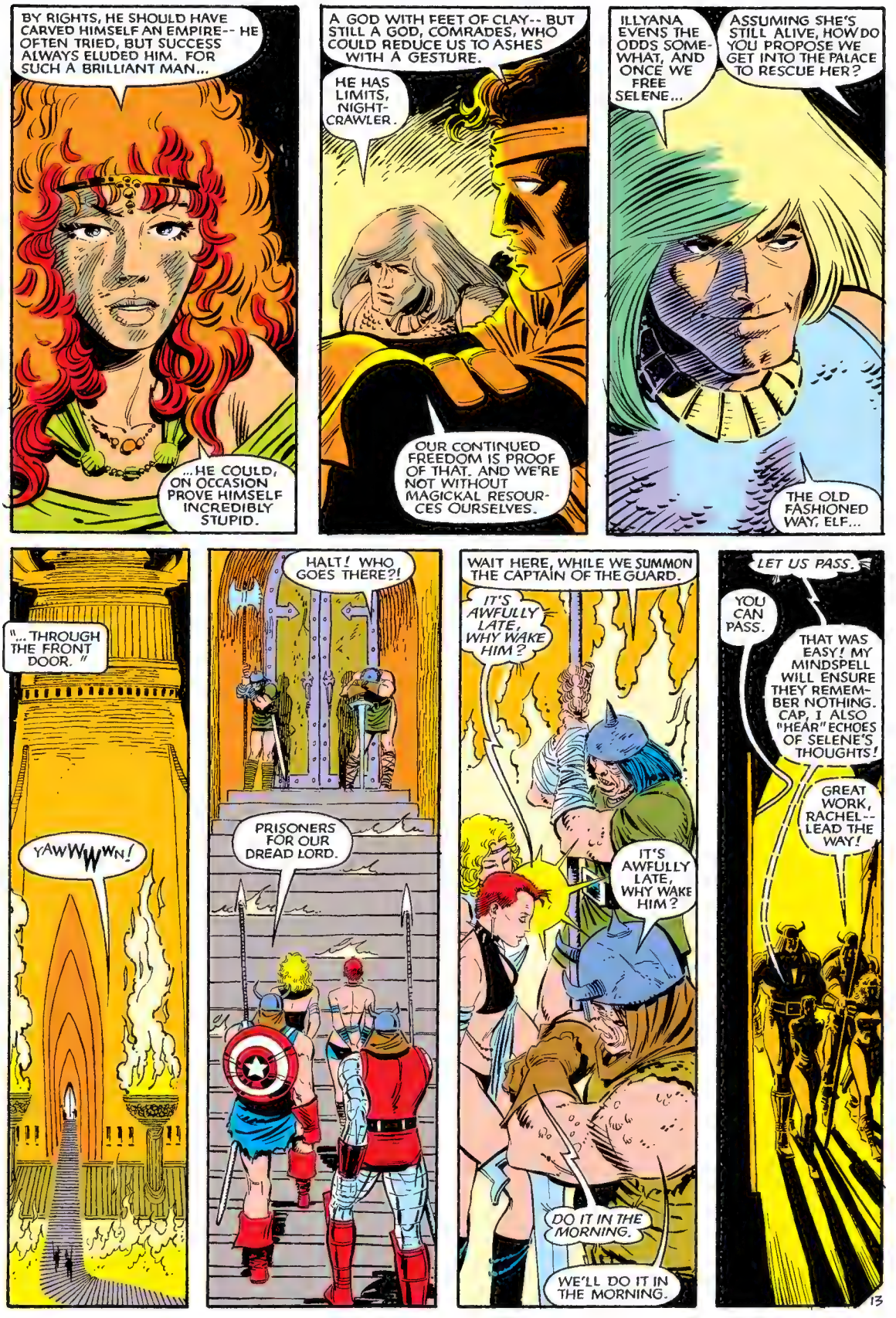
...OF THE THINGS THEY FEAR MOST.
FOR EROS, IT IS BECOMING LIKE HIS MAD BROTHER THANOS -- WOULD-BE DESTROYER OF THE UNIVERSE.
FOR JANET VAN DYNE, IT IS BECOMING A WASP IN FACT AS WELL AS IN NAME.

PEACE, MOONSTAR.
MASTER, I CLAIM THEIR LIVES--!
AND I SAY THEE, NAY. I HAVE OTHER PLANS FOR OUR PRISONERS. WHEN I AM DONE, THEN YOU MAY HAVE THEM.
MOURN NOT FOR THY WEREWOLF, MY POWER ALREADY RESTORES HER...

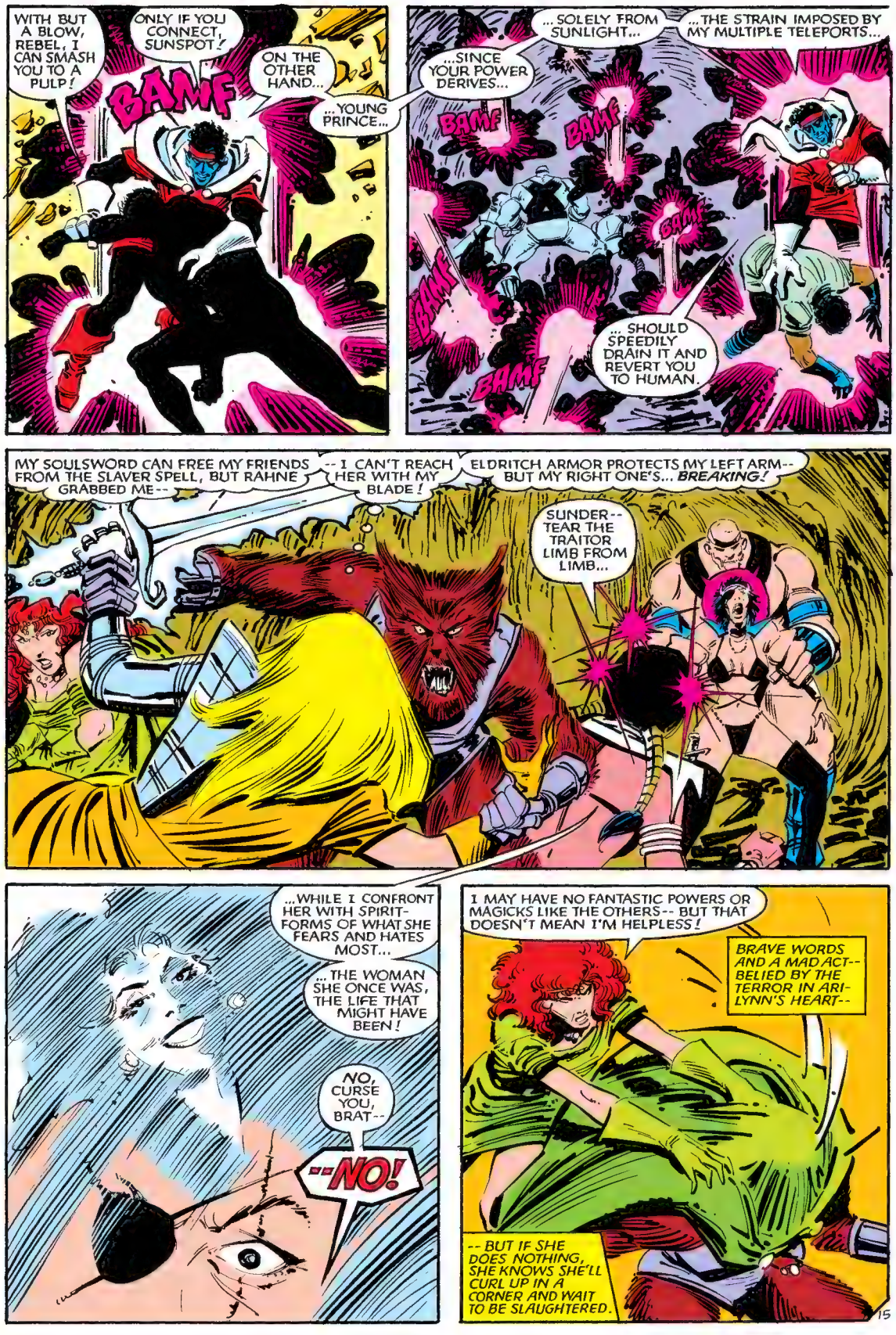

... EVEN AS IT RESHAPES THESE REBELS MORE TO MY LIKING.
THE MAN POSSESSES SUCH BEAUTY THAT NO LIVING BEING CAN RESIST HIM OR DO HIM HARM, WHILE THE WASP NOW DRINKS LIVES AND SOULS TO MAKE ME STRONG.

THOU HAST DONE WELL, MY PETS, BUT I WILL NOT BE CONTENT TILL ALL SELENE'S REBELS ARE BEFORE ME IN CHAINS...
... OR IN THEIR GRAVES.

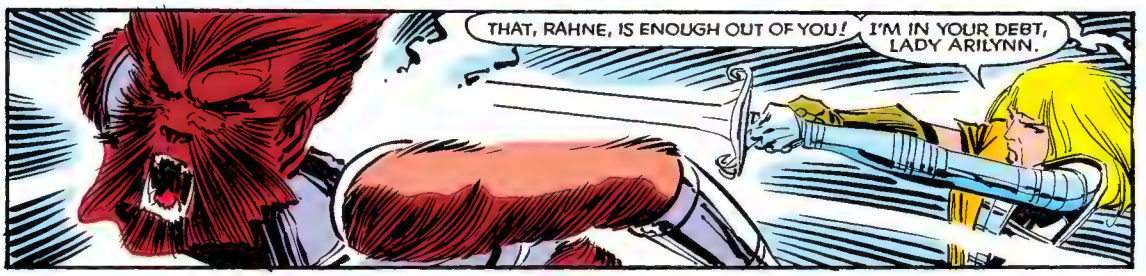

Meanwhile...
< SPEECH IS USELESS, AND ORORO SEEMS NOT TO RECOGNIZE THE IMAGES SELF MANIFESTS OF HER TRUE SELF AS LEADER OF THE X-MEN. >
< WHAT NEXT?! HOW CAN SELF MAKE HER UNDERSTAND?!! >
THE DEMON HAS NOT HARMED ME -- INDEED, HIS GENTLE MANNER BELIES HIS FEARSOME MIEN. BUT WHAT THEN DOES HE DESIRE-- BLESSED GODDESS!?!
<MOTHER!>
I SEE HIM-- AND THE STRANGE FACES HE FORMS OF ME... AND NOW... ONE OTHER!
SHE IS A SPIRIT-- THE DEMON SEEMS UNAWARE OF HER-- SPEAKING TO MY SOUL. I... I KNOW HER!
THIS IS MADNESS-- I SPOKE AND THINK IN THE DEMON'S GIBBERISH!
THERE ARE PICTURES IN MY BRAIN-- THE DEMON, WARLOCK, IS IN THEM, WE ARE COMRADES! HAS HE ENSORCELLED ME?! HOW CAN SUCH THINGS BE MEMORIES?!!
YET-- I SENSE THEY ARE.
"THE CITY-- I SEE ANOTHER, COVERING IT LIKE A GHOST!
"EVEN AS I LOOK, THE DREAMSHAPES FADE-- AS DO THE STRANGE WORDS AND MEMORIES-- I AM MYSELF AGAIN. EXCEPT I KNOW NOW...
"...THAT SELF IS A LIE."
ELSEWHERE...
AN ARCHIVIST'S PASSION, CAPTAIN AMERICA, IS TO LEARN. ABOUT EVERYTHING AND EVERYONE.
KULAN GATH WAS AN APPRENTICE TO THE LORD OF THE BLACK RING, THE ARCHMAGE THOTH-AMON. BUT HE WAS FORCED TO FLEE STYGIA AFTER BEING CAUGHT PRACTICING MAGICKS THAT EVEN THE SONS OF SET CONSIDERED ABOMINABLE.
SO YOU'VE HEARD OF HIM, LADY ARILYNN?
HE WANDERED THE WORLD, BECOMING A WIZARD OF AWESOME, INCALCULABLE POWER. IT IS SAID THERE ARE FEW, IF ANY, THAT ARE HIS EQUAL.

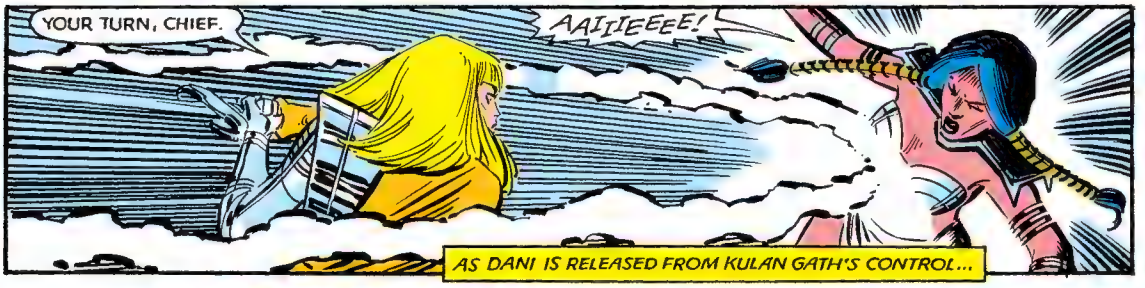

BY RIGHTS, HE SHOULD HAVE CARVED HIMSELF AN EMPIRE-- HE OFTEN TRIED, BUT SUCCESS ALWAYS ELUDED HIM. FOR SUCH A BRILLIANT MAN...
...HE COULD, ON OCCASION PROVE HIMSELF INCREDIBLY STUPID.
A GOD WITH FEET OF CLAY-- BUT STILL A GOD, COMRADES, WHO COULD REDUCE US TO ASHES WITH A GESTURE.
HE HAS LIMITS, NIGHT-CRAWLER.
OUR CONTINUED FREEDOM IS PROOF OF THAT. AND WE'RE NOT WITHOUT MAGICKAL RESOURCES OURSELVES.
ILLYANA EVENS THE ODDS SOMEWHAT, AND ONCE WE FREE SELENE...
ASSUMING SHE'S STILL ALIVE, HOW DO YOU PROPOSE WE GET INTO THE PALACE TO RESCUE HER?
THE OLD FASHIONED WAY, ELF...
"...THROUGH THE FRONT DOOR."
YAWWWWN!
HALT! WHO GOES THERE?!
PRISONERS FOR OUR DREAD LORD.
WAIT HERE, WHILE WE SUMMON THE CAPTAIN OF THE GUARD.
IT'S AWFULLY LATE, WHY WAKE HIM?
IT'S AWFULLY LATE, WHY WAKE HIM?
DO IT IN THE MORNING.
WE'LL DO IT IN THE MORNING.
LET US PASS.
YOU CAN PASS.
THAT WAS EASY! MY MINDSPELL WILL ENSURE THEY REMEMBER NOTHING. CAP, I ALSO "HEAR" ECHOES OF SELENE'S THOUGHTS!
GREAT WORK, RACHEL-- LEAD THE WAY!

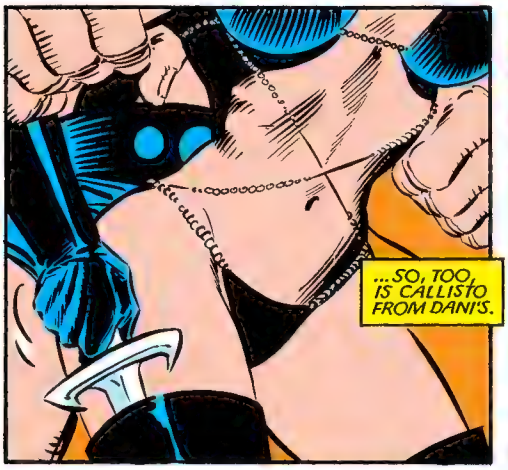
HOWEVER, AS OUR HEROES DISAPPEAR INTO THE SHADOWED, SILENT CITADEL...
DEAR, FOOLISH BOYS, OUR LORD AND MASTER EXPECTS BETTER OF THOSE WHO SERVE HIM. YOU WERE TAKEN BY SURPRISE AND DECEIVED FAR TOO EASILY.
IT IS HIS HOPE YOUR COMRADES...
... WILL PROFIT FROM THIS EXAMPLE.
AT ROUGHLY THE SAME MOMENT...
THIS PASSAGE SHOULD TAKE US DIRECTLY BENEATH KULAN GATH'S PALACE.
YOU KNOW OUR TUNNELS ALMOST AS WELL AS I, ARILYNN.
THAT'S PRAISE INDEED, CALLISTO.
I'VE ALREADY TRIED TO DISCOVER EVERYTHING I COULD ABOUT THE CITY AND ITS PEOPLE--JUST NATURALLY NOSY, I GUESS.
THE WOMAN HAS COURAGE. IN SPITE OF MYSELF, I LIKE HER.
BUT THE MORLOCKS' SALVATION HAS BEEN THE FACT THAT OUR LAIRS ARE SECRET. ANYONE-- ESPECIALLY A HUMAN-- WHO UNCOVERS THEM THREATENS OUR VERY SURVIVAL...
... AND MUST BE DESTROYED.
SURPRISE, CAL!
KULAN GATH ANTICIPATED YOUR VISIT. HE ASKED US TO PROVIDE A PROPER RECEPTION.
SUNDER!
IT'S AN AMBUSH!!

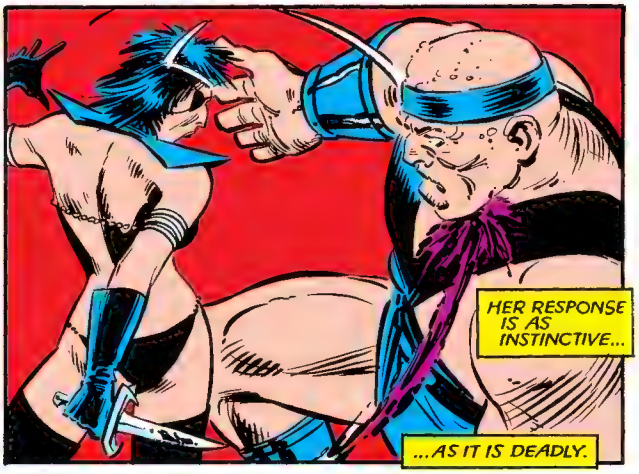

WITH BUT A BLOW, REBEL, I CAN SMASH YOU TO A PULP!
ONLY IF YOU CONNECT, SUNSPOT!
BAMF
ON THE OTHER HAND...
...YOUNG PRINCE...
...SOLELY FROM SUNLIGHT...
...THE STRAIN IMPOSED BY MY MULTIPLE TELEPORTS...
...SINCE YOUR POWER DERIVES...
BAMF
BAMF
BAMF
BAMF
... SHOULD SPEEDILY DRAIN IT AND REVERT YOU TO HUMAN.
MY SOULSWORD CAN FREE MY FRIENDS FROM THE SLAVER SPELL, BUT RAHNE GRABBED ME--
-- I CAN'T REACH HER WITH MY BLADE!
ELDRITCH ARMOR PROTECTS MY LEFT ARM-- BUT MY RIGHT ONE'S... BREAKING!
SUNDER-- TEAR THE TRAITOR LIMB FROM LIMB...
...WHILE I CONFRONT HER WITH SPIRIT-FORMS OF WHAT SHE FEARS AND HATES MOST...
...THE WOMAN SHE ONCE WAS, THE LIFE THAT MIGHT HAVE BEEN!
NO, CURSE YOU, BRAT--
--NO!
I MAY HAVE NO FANTASTIC POWERS OR MAGICKS LIKE THE OTHERS-- BUT THAT DOESN'T MEAN I'M HELPLESS!
BRAVE WORDS AND A MAD ACT-- BELIED BY THE TERROR IN ARI-LYNN'S HEART--
-- BUT IF SHE DOES NOTHING, SHE KNOWS SHE'LL CURL UP IN A CORNER AND WAIT TO BE SLAUGHTERED.

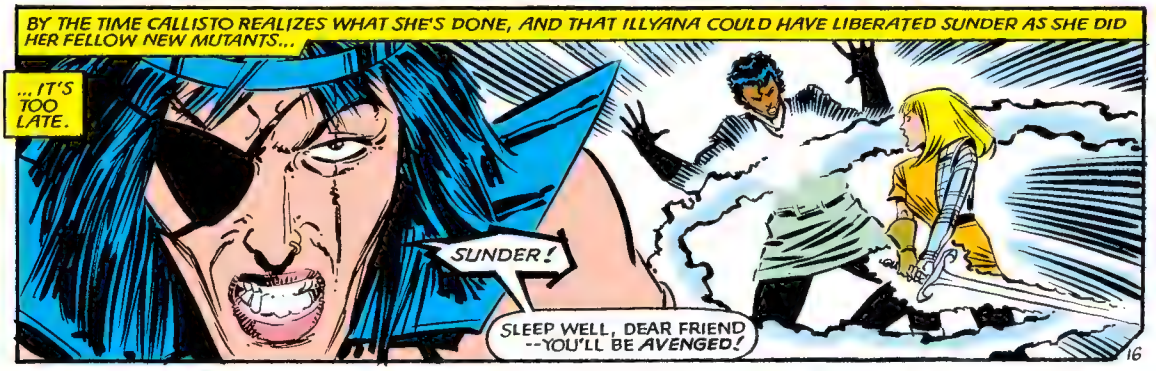
THAT SHE WILL NOT DO.
WHATEVER THE COST.
RRARRR!

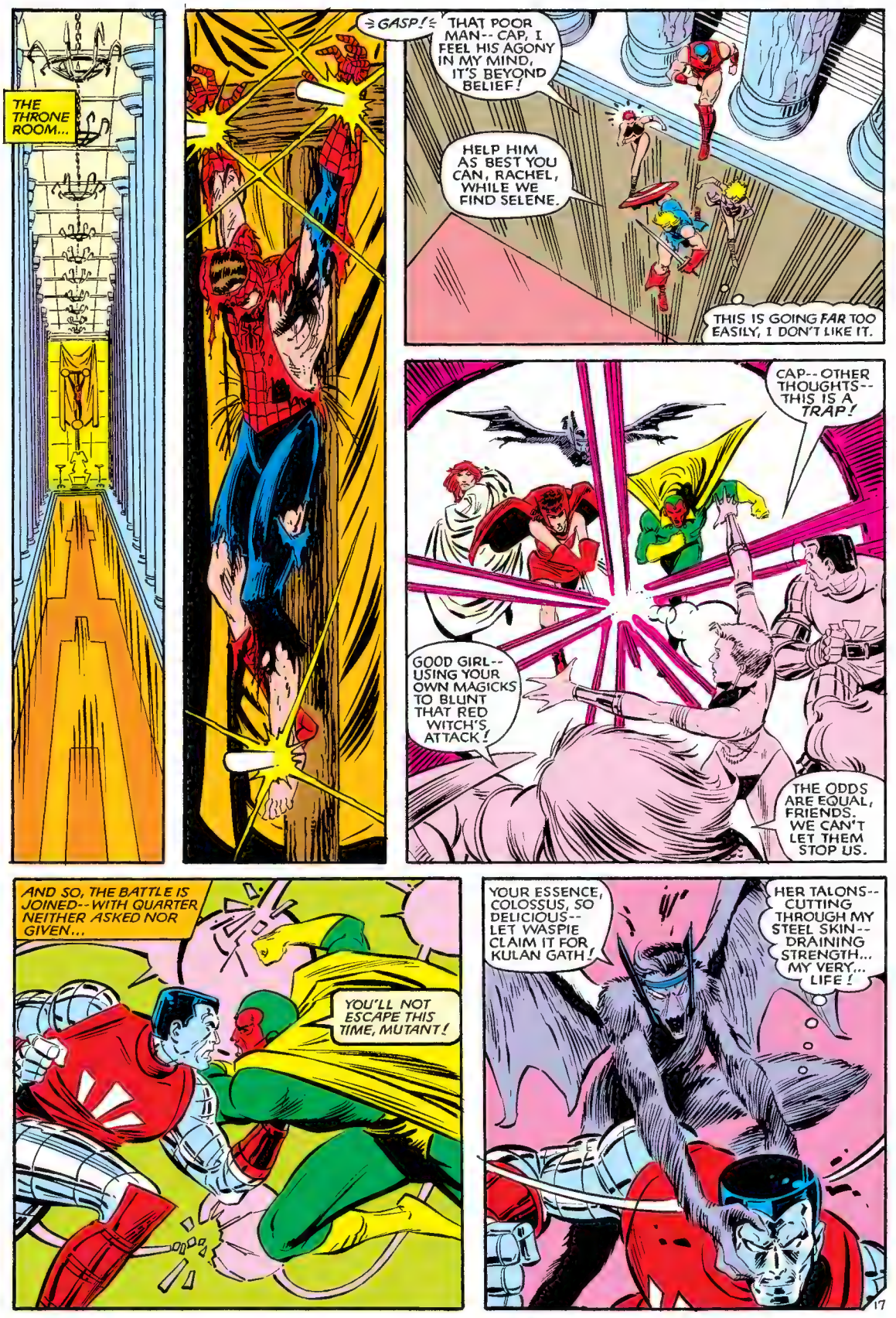

THAT, RAHNE, IS ENOUGH OUT OF YOU!
I'M IN YOUR DEBT, LADY ARILYNN.

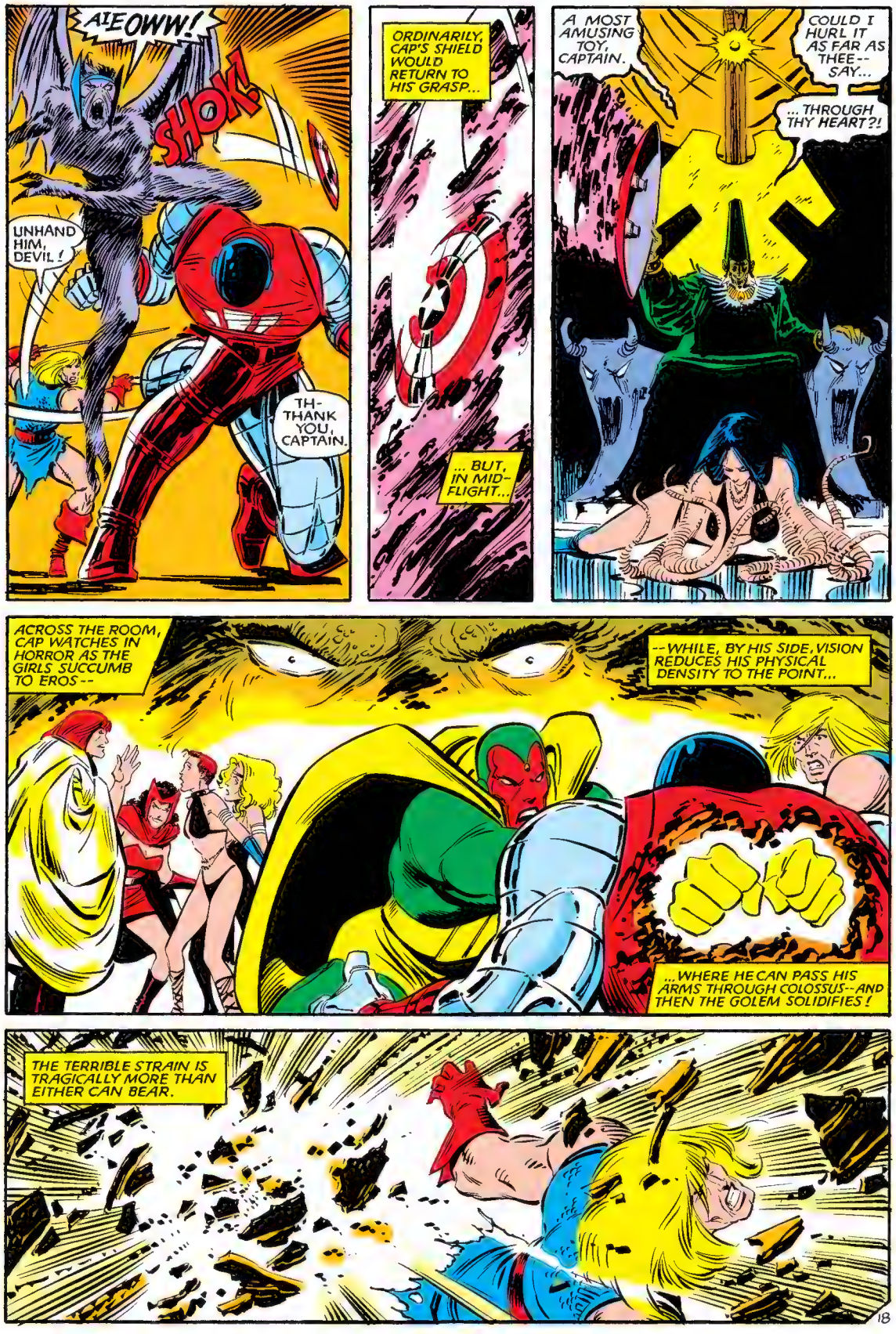

YOUR TURN, CHIEF.
AAIIEEEE!
AS DANI IS RELEASED FROM KULAN GATH'S CONTROL...

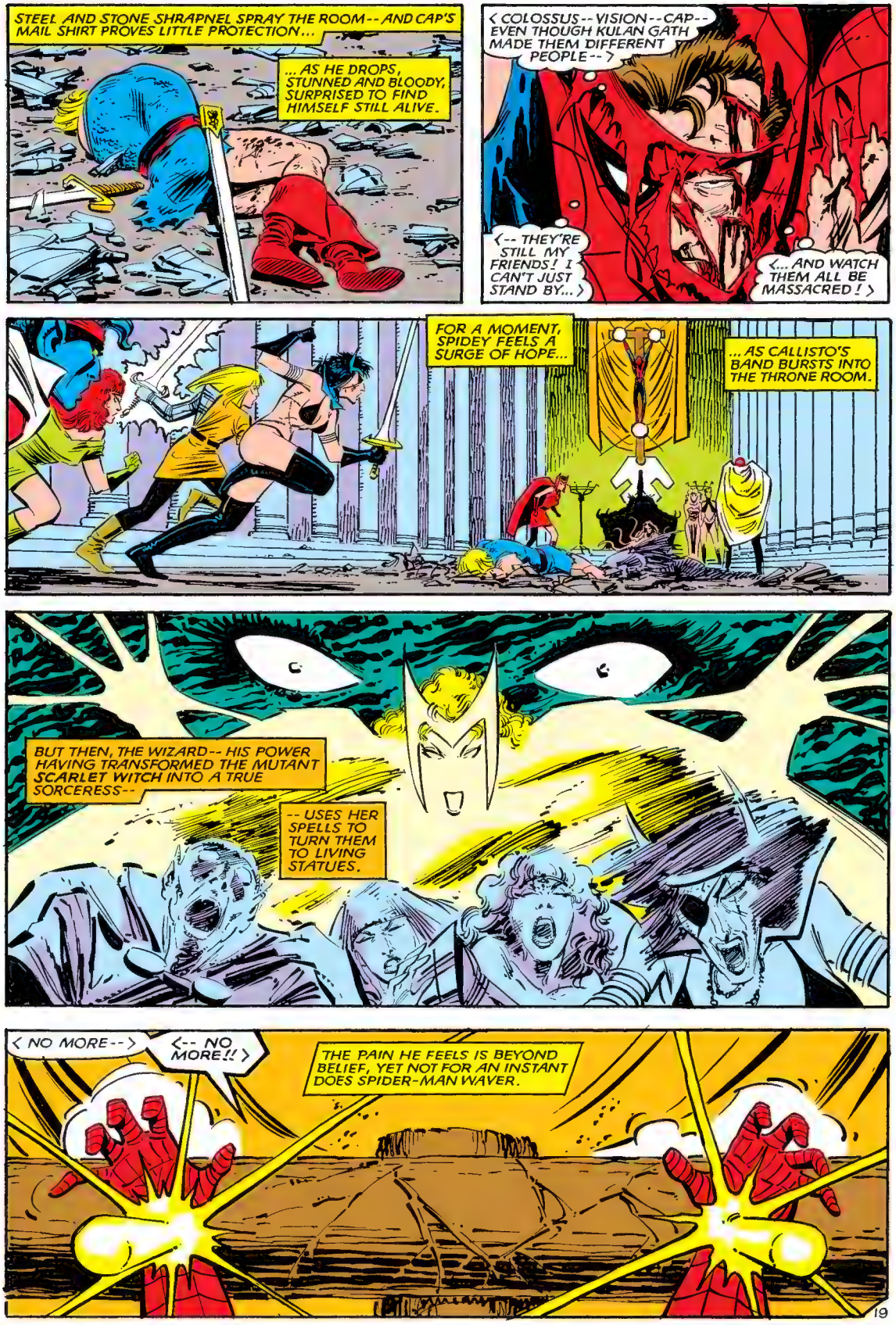

...SO, TOO, IS CALLISTO FROM DANI'S.

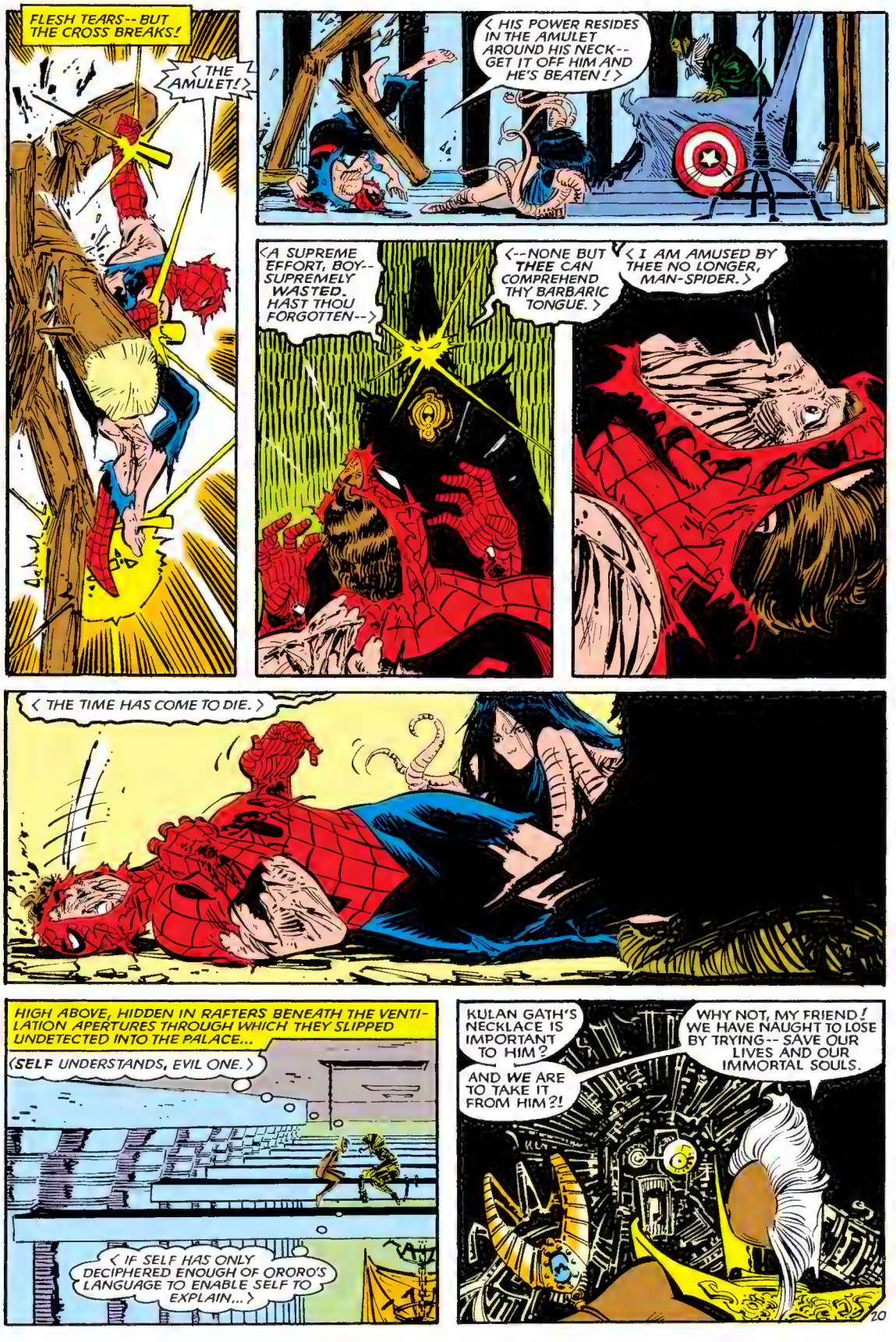

HER RESPONSE IS AS INSTINCTIVE...
...AS IT IS DEADLY.

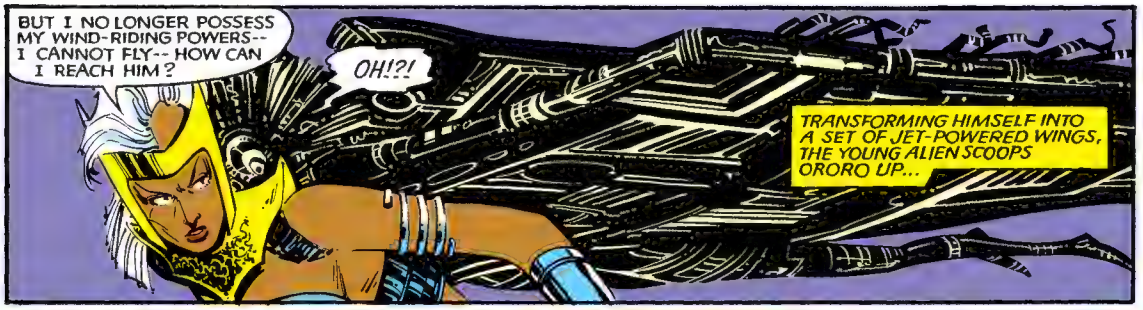

BY THE TIME CALLISTO REALIZES WHAT SHE'S DONE, AND THAT ILLYANA COULD HAVE LIBERATED SUNDER AS SHE DID HER FELLOW NEW MUTANTS...
...IT'S TOO LATE.
SUNDER!
SLEEP WELL, DEAR FRIEND --YOU'LL BE AVENGED!

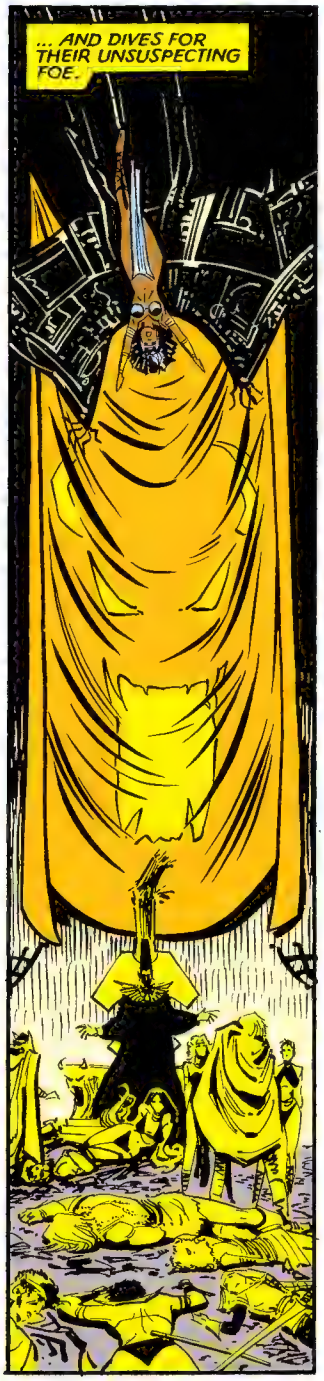

THE THRONE ROOM...
≥GASP!≤
THAT POOR MAN-- CAP, I FEEL HIS AGONY IN MY MIND, IT'S BEYOND BELIEF!
HELP HIM AS BEST YOU CAN, RACHEL, WHILE WE FIND SELENE.
THIS IS GOING FAR TOO EASILY, I DON'T LIKE IT.
CAP-- OTHER THOUGHTS-- THIS IS A TRAP!
GOOD GIRL-- USING YOUR OWN MAGICKS TO BLUNT THAT RED WITCH'S ATTACK!
THE ODDS ARE EQUAL, FRIENDS. WE CAN'T LET THEM STOP US.
AND SO, THE BATTLE IS JOINED-- WITH QUARTER NEITHER ASKED NOR GIVEN...
YOU'LL NOT ESCAPE THIS TIME, MUTANT!
YOUR ESSENCE, COLOSSUS, SO DELICIOUS-- LET WASPIE CLAIM IT FOR KULAN GATH!
HER TALONS-- CUTTING THROUGH MY STEEL SKIN-- DRAINING STRENGTH... MY VERY... LIFE!


AIEOWW!
SHOK!
UNHAND HIM, DEVIL!
TH-THANK YOU, CAPTAIN.
ORDINARILY, CAP'S SHIELD WOULD RETURN TO HIS GRASP...
... BUT, IN MID-FLIGHT...
A MOST AMUSING TOY, CAPTAIN.
COULD I HURL IT AS FAR AS THEE-- SAY...
... THROUGH THY HEART?!
ACROSS THE ROOM, CAP WATCHES IN HORROR AS THE GIRLS SUCCUMB TO EROS--
--WHILE, BY HIS SIDE, VISION REDUCES HIS PHYSICAL DENSITY TO THE POINT...
...WHERE HE CAN PASS HIS ARMS THROUGH COLOSSUS--AND THEN THE GOLEM SOLIDIFIES!
THE TERRIBLE STRAIN IS TRAGICALLY MORE THAN EITHER CAN BEAR.


STEEL AND STONE SHRAPNEL SPRAY THE ROOM -- AND CAP'S MAIL SHIRT PROVES LITTLE PROTECTION...
... AS HE DROPS, STUNNED AND BLOODY, SURPRISED TO FIND HIMSELF STILL ALIVE.
< COLOSSUS -- VISION -- CAP -- EVEN THOUGH KULAN GATH MADE THEM DIFFERENT PEOPLE -- >
< -- THEY'RE STILL MY FRIENDS! I CAN'T JUST STAND BY... >
< ... AND WATCH THEM ALL BE MASSACRED! >
FOR A MOMENT, SPIDEY FEELS A SURGE OF HOPE...
... AS CALLISTO'S BAND BURSTS INTO THE THRONE ROOM.
BUT THEN, THE WIZARD -- HIS POWER HAVING TRANSFORMED THE MUTANT SCARLET WITCH INTO A TRUE SORCERESS --
-- USES HER SPELLS TO TURN THEM TO LIVING STATUES.
< NO MORE -- >
< -- NO MORE!! >
THE PAIN HE FEELS IS BEYOND BELIEF, YET NOT FOR AN INSTANT DOES SPIDER-MAN WAVER.


FLESH TEARS-- BUT THE CROSS BREAKS!
< THE AMULET! >
< HIS POWER RESIDES IN THE AMULET AROUND HIS NECK-- GET IT OFF HIM AND HE'S BEATEN! >
<A SUPREME EFFORT, BOY-- SUPREMELY WASTED. HAST THOU FORGOTTEN-- >
<--NONE BUT THEE CAN COMPREHEND THY BARBARIC TONGUE. >
< I AM AMUSED BY THEE NO LONGER, MAN-SPIDER. >
< THE TIME HAS COME TO DIE. >
HIGH ABOVE, HIDDEN IN RAFTERS BENEATH THE VENTILATION APERTURES THROUGH WHICH THEY SLIPPED UNDETECTED INTO THE PALACE...
(SELF UNDERSTANDS, EVIL ONE.)
< IF SELF HAS ONLY DECIPHERED ENOUGH OF ORORO'S LANGUAGE TO ENABLE SELF TO EXPLAIN... >
KULAN GATH'S NECKLACE IS IMPORTANT TO HIM?
AND WE ARE TO TAKE IT FROM HIM?!
WHY NOT, MY FRIEND! WE HAVE NAUGHT TO LOSE BY TRYING-- SAVE OUR LIVES AND OUR IMMORTAL SOULS.

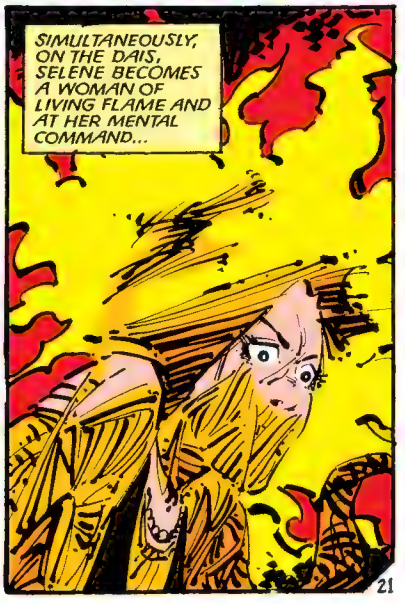

BUT I NO LONGER POSSESS MY WIND-RIDING POWERS-- I CANNOT FLY-- HOW CAN I REACH HIM?
OH!?!
TRANSFORMING HIMSELF INTO A SET OF JET-POWERED WINGS, THE YOUNG ALIEN SCOOPS ORORO UP...

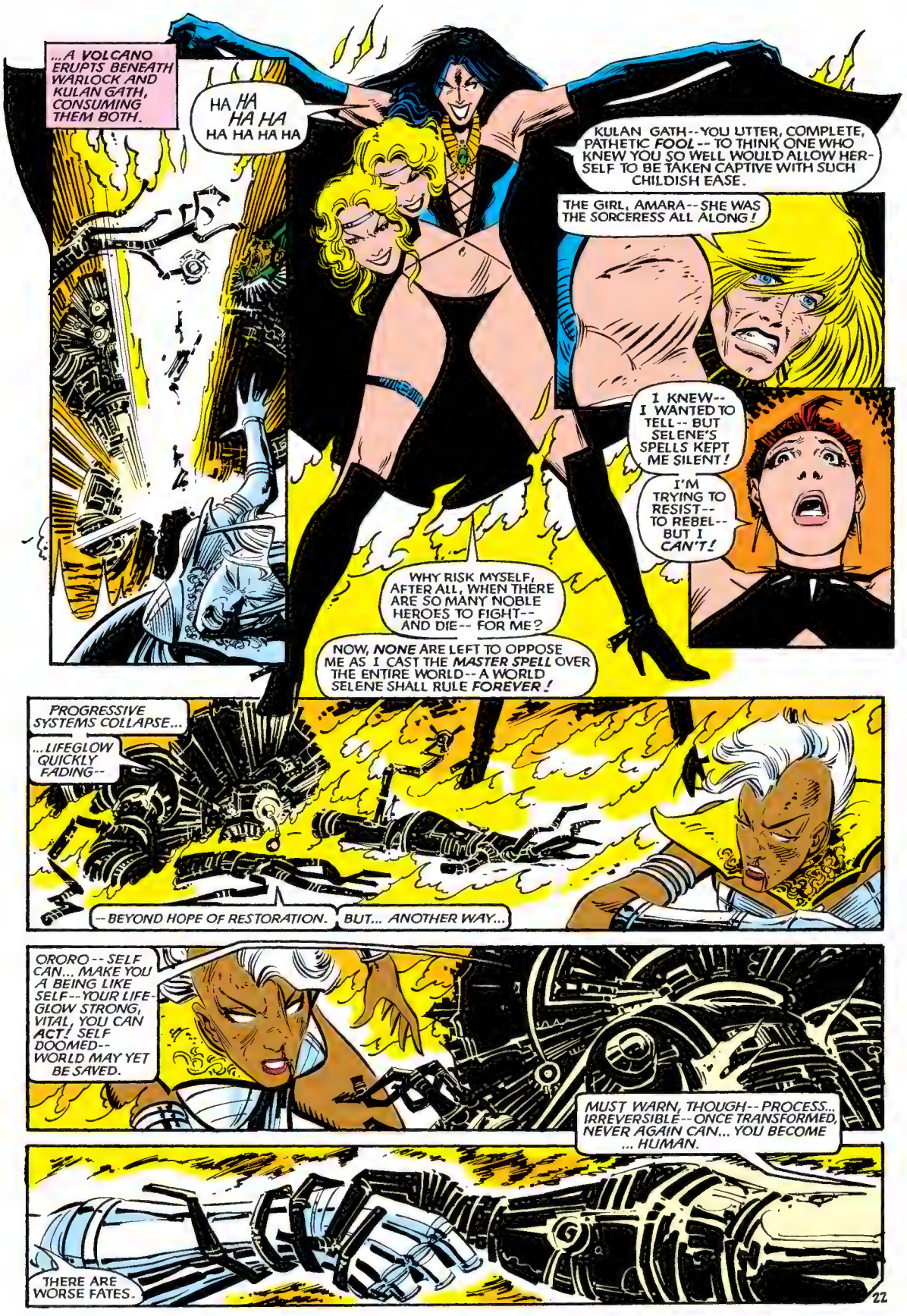

... AND DIVES FOR THEIR UNSUSPECTING FOE.

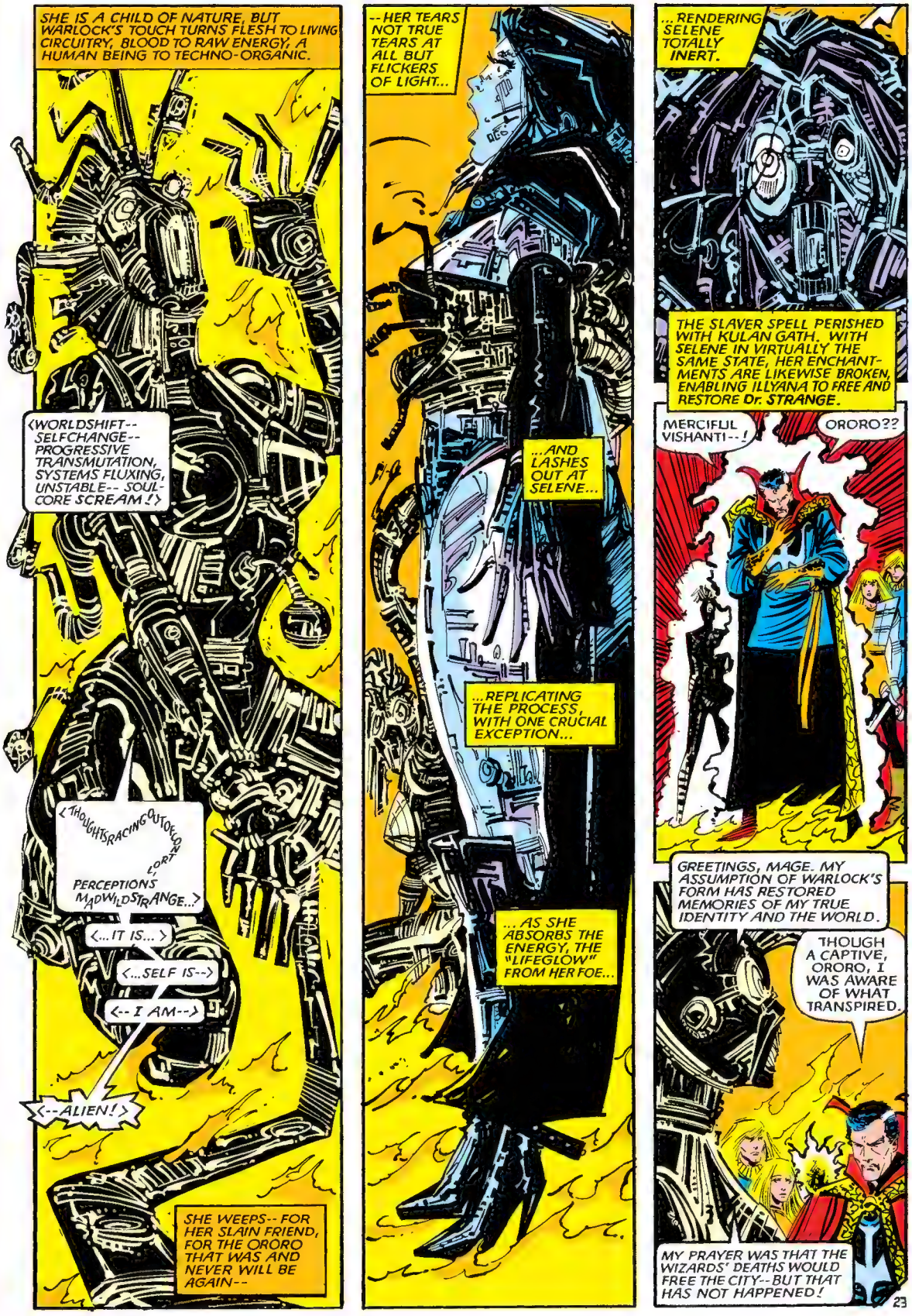
WHILE WARLOCK IMMOBILIZES THE WIZARD...
...ORORO GRABS HIS AMULET!

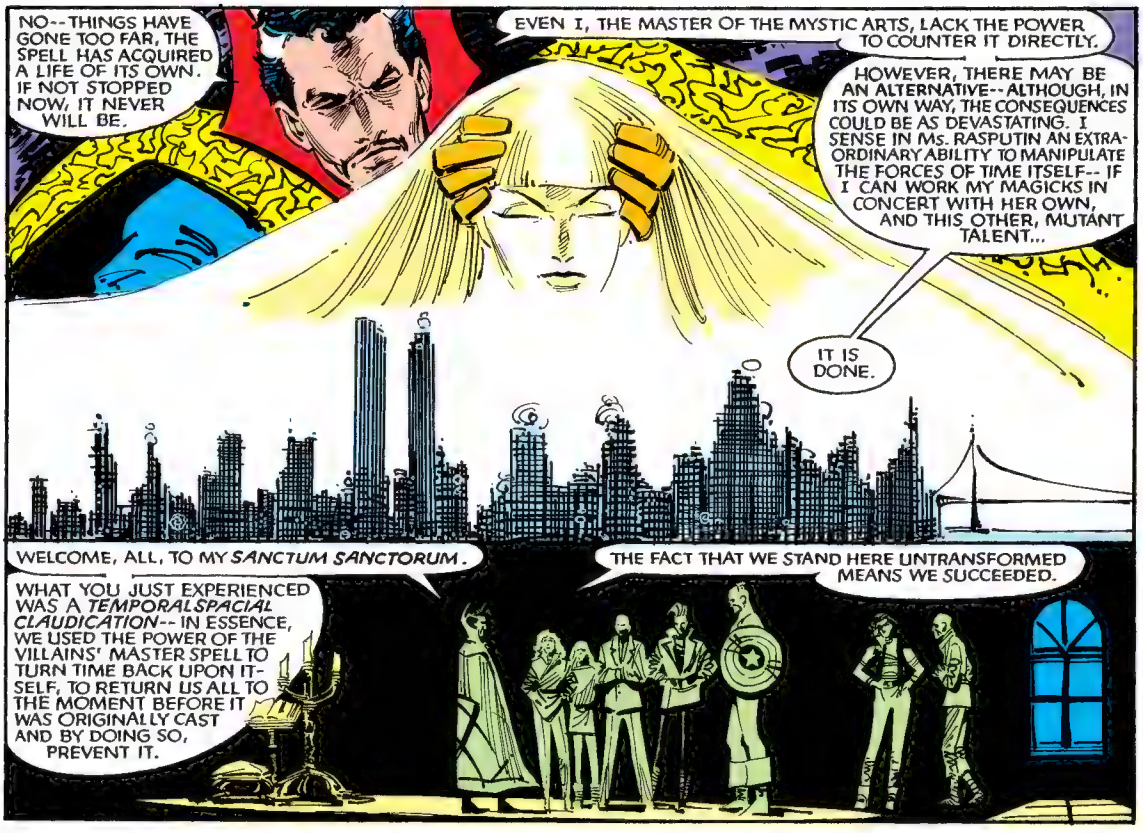
BUT THEN...
...WITH VICTORY LITERALLY IN THEIR GRASP...
SOMETHING'S SNATCHING THE NECKLACE AWAY--!

MANY THANKS, ORORO, FOR FULFILLING MY FAITH IN YOU--
--AND MY DESTINY!

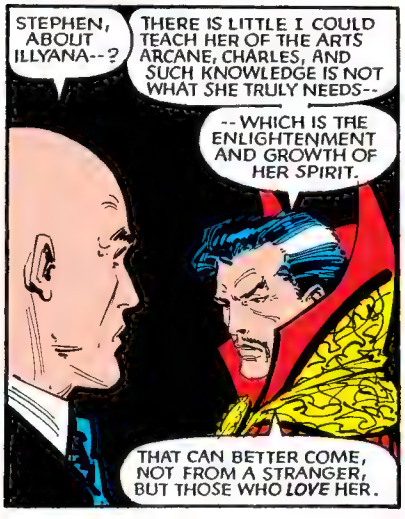

SIMULTANEOUSLY, ON THE DAIS, SELENE BECOMES A WOMAN OF LIVING FLAME AND AT HER MENTAL COMMAND...


...A VOLCANO ERUPTS BENEATH WARLOCK AND KULAN GATH, CONSUMING THEM BOTH.
HA HA HA HA HA HA HA
KULAN GATH--YOU UTTER, COMPLETE, PATHETIC FOOL-- TO THINK ONE WHO KNEW YOU SO WELL WOULD ALLOW HERSELF TO BE TAKEN CAPTIVE WITH SUCH CHILDISH EASE.
THE GIRL, AMARA--SHE WAS THE SORCERESS ALL ALONG!
I KNEW-- I WANTED TO TELL-- BUT SELENE'S SPELLS KEPT ME SILENT!
I'M TRYING TO RESIST-- TO REBEL-- BUT I CAN'T!
WHY RISK MYSELF, AFTER ALL, WHEN THERE ARE SO MANY NOBLE HEROES TO FIGHT-- AND DIE-- FOR ME?
NOW, NONE ARE LEFT TO OPPOSE ME AS I CAST THE MASTER SPELL OVER THE ENTIRE WORLD--A WORLD SELENE SHALL RULE FOREVER!
PROGRESSIVE SYSTEMS COLLAPSE...
...LIFEGLOW QUICKLY FADING--
--BEYOND HOPE OF RESTORATION.
BUT... ANOTHER WAY...
ORORO--SELF CAN... MAKE YOU A BEING LIKE SELF--YOUR LIFE-GLOW STRONG, VITAL, YOU CAN ACT! SELF DOOMED-- WORLD MAY YET BE SAVED.
MUST WARN, THOUGH--PROCESS... IRREVERSIBLE--ONCE TRANSFORMED, NEVER AGAIN CAN... YOU BECOME ... HUMAN.
THERE ARE WORSE FATES.

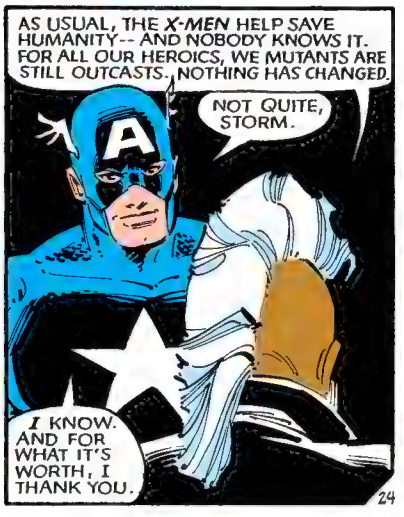

SHE IS A CHILD OF NATURE, BUT WARLOCK'S TOUCH TURNS FLESH TO LIVING CIRCUITRY, BLOOD TO RAW ENERGY, A HUMAN BEING TO TECHNO-ORGANIC.
<WORLDSHIFT-- SELFCHANGE-- PROGRESSIVE TRANSMUTATION, SYSTEMS FLUXING, UNSTABLE-- SOUL-CORE SCREAM!>
<THOUGHTSRACINGOUTOFCONTROL PERCEPTIONS MADWILDSTRANGE...>
<...IT IS...>
<...SELF IS-->
<-- I AM-->
<--ALIEN!>
SHE WEEPS-- FOR HER SLAIN FRIEND, FOR THE ORORO THAT WAS AND NEVER WILL BE AGAIN--
--HER TEARS NOT TRUE TEARS AT ALL BUT FLICKERS OF LIGHT...
...AND LASHES OUT AT SELENE...
...REPLICATING THE PROCESS, WITH ONE CRUCIAL EXCEPTION...
...AS SHE ABSORBS THE ENERGY, THE "LIFEGLOW" FROM HER FOE...
...RENDERING SELENE TOTALLY INERT.
THE SLAVER SPELL PERISHED WITH KULAN GATH. WITH SELENE IN VIRTUALLY THE SAME STATE, HER ENCHANTMENTS ARE LIKEWISE BROKEN, ENABLING ILLYANA TO FREE AND RESTORE Dr. STRANGE.
MERCIFUL VISHANTI--!
ORORO??
GREETINGS, MAGE. MY ASSUMPTION OF WARLOCK'S FORM HAS RESTORED MEMORIES OF MY TRUE IDENTITY AND THE WORLD.
THOUGH A CAPTIVE, ORORO, I WAS AWARE OF WHAT TRANSPIRED.
MY PRAYER WAS THAT THE WIZARDS' DEATHS WOULD FREE THE CITY--BUT THAT HAS NOT HAPPENED!


NO--THINGS HAVE GONE TOO FAR, THE SPELL HAS ACQUIRED A LIFE OF ITS OWN. IF NOT STOPPED NOW, IT NEVER WILL BE.
EVEN I, THE MASTER OF THE MYSTIC ARTS, LACK THE POWER TO COUNTER IT DIRECTLY.
HOWEVER, THERE MAY BE AN ALTERNATIVE--ALTHOUGH, IN ITS OWN WAY, THE CONSEQUENCES COULD BE AS DEVASTATING. I SENSE IN MS. RASPUTIN AN EXTRAORDINARY ABILITY TO MANIPULATE THE FORCES OF TIME ITSELF-- IF I CAN WORK MY MAGICKS IN CONCERT WITH HER OWN, AND THIS OTHER, MUTANT TALENT...
IT IS DONE.
WELCOME, ALL, TO MY *SANCTUM SANCTORUM*.
WHAT YOU JUST EXPERIENCED WAS A *TEMPORALSPACIAL CLAUDICATION*-- IN ESSENCE, WE USED THE POWER OF THE VILLAINS' MASTER SPELL TO TURN TIME BACK UPON ITSELF, TO RETURN US ALL TO THE MOMENT BEFORE IT WAS ORIGINALLY CAST AND BY DOING SO, PREVENT IT.
THE FACT THAT WE STAND HERE UNTRANSFORMED MEANS WE SUCCEEDED.

WHAT STOPPED THE SPELL, DOCTOR, DO YOU KNOW?
NO, CAPTAIN AMERICA, I FEAR NOT. TWISTING THE TIMESTREAM AS WE HAVE DONE...
...INVOLVES DEALING WITH THE PRIMAL FORCES AND FABRIC OF THE UNIVERSE. WHO CAN SAY WHAT REPERCUSSIONS MIGHT RESULT?
WHAT OF THOSE SLAIN, MAGE...?
A PITY, IN SELENE'S CASE, AN EXCEPTION COULD NOT BE MADE.
NONE WERE, ORORO, FOR THIS NIGHT HAS YET TO EVEN OCCUR.

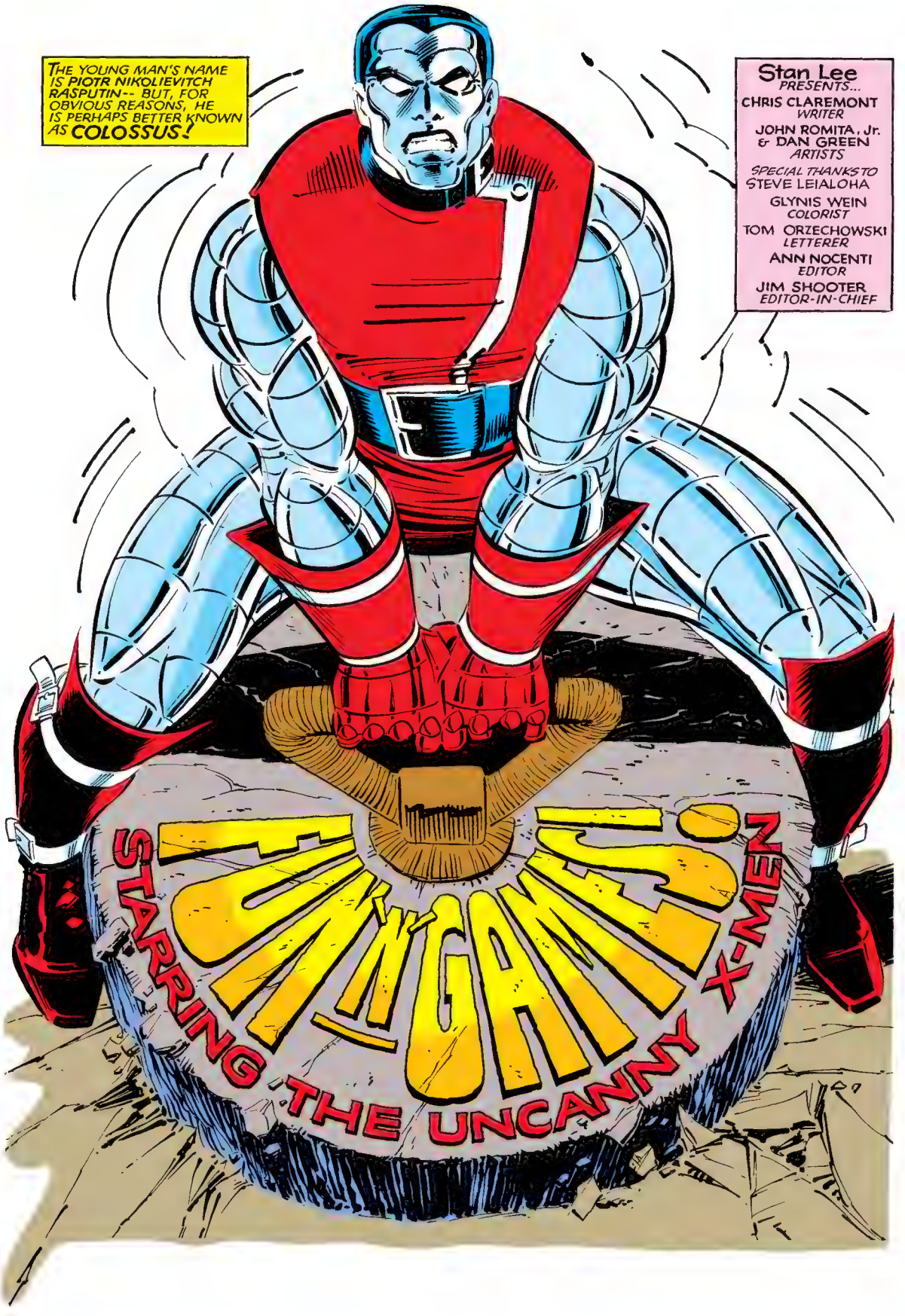

STEPHEN, ABOUT ILLYANA--?
THERE IS LITTLE I COULD TEACH HER OF THE ARTS ARCANE, CHARLES, AND SUCH KNOWLEDGE IS NOT WHAT SHE TRULY NEEDS--
--WHICH IS THE ENLIGHTENMENT AND GROWTH OF HER SPIRIT.
THAT CAN BETTER COME, NOT FROM A STRANGER, BUT THOSE WHO *LOVE* HER.

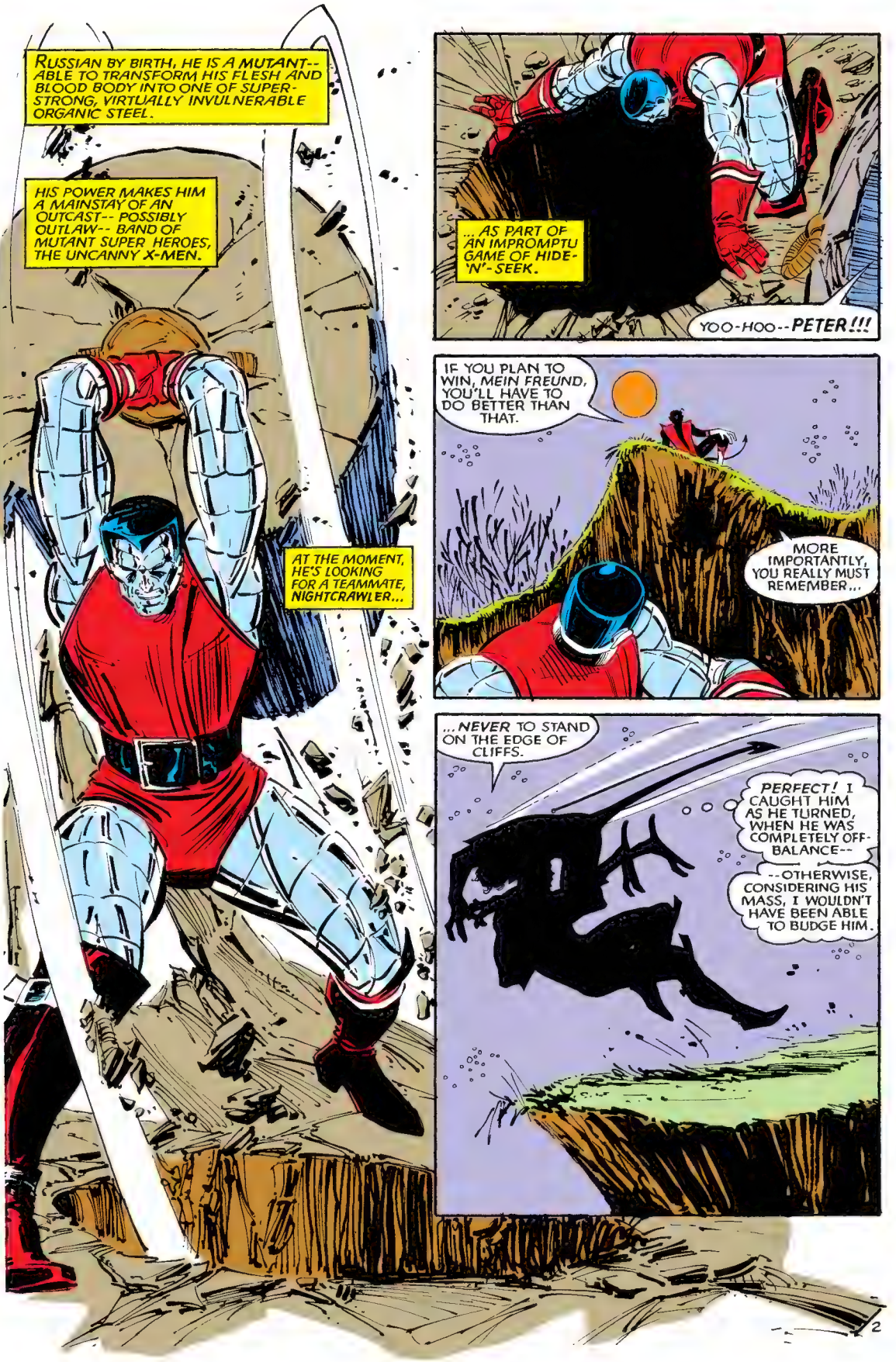
WILL ANYONE REMEMBER, DOCTOR?
HOW CAN THEY, MISS WILLIAMS, SINCE NOTHING HAPPENED?
ONLY WE IN THIS ROOM, WHO WERE AT THE NEXUS OF THE TIMESLIP, HAVE ANY AWARENESS OF WHAT MIGHT HAVE BEEN.

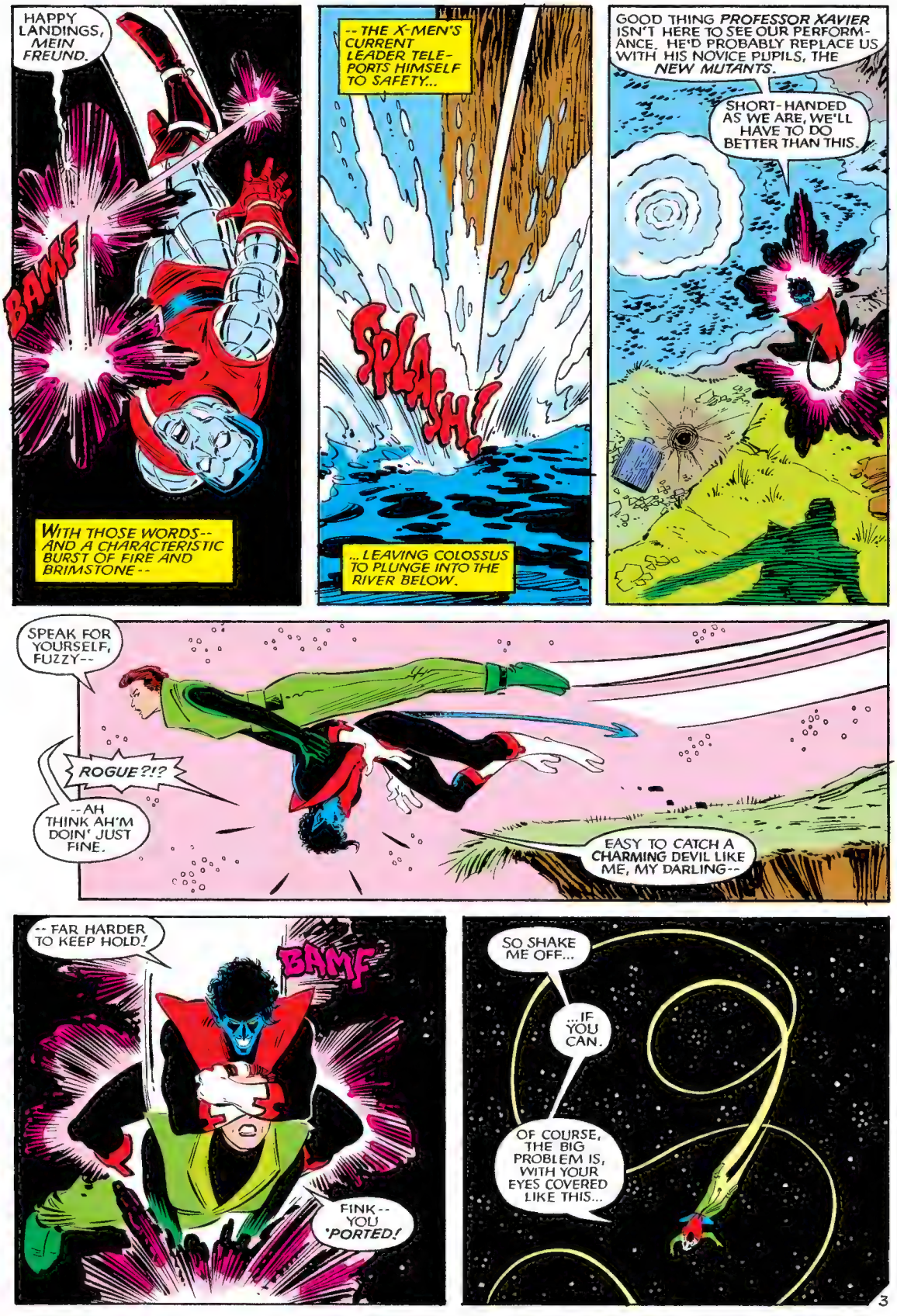

AS USUAL, THE *X-MEN* HELP SAVE HUMANITY-- AND NOBODY KNOWS IT. FOR ALL OUR HEROICS, WE MUTANTS ARE STILL OUTCASTS. NOTHING HAS CHANGED.
NOT QUITE, STORM.
I KNOW. AND FOR WHAT IT'S WORTH, I THANK YOU.

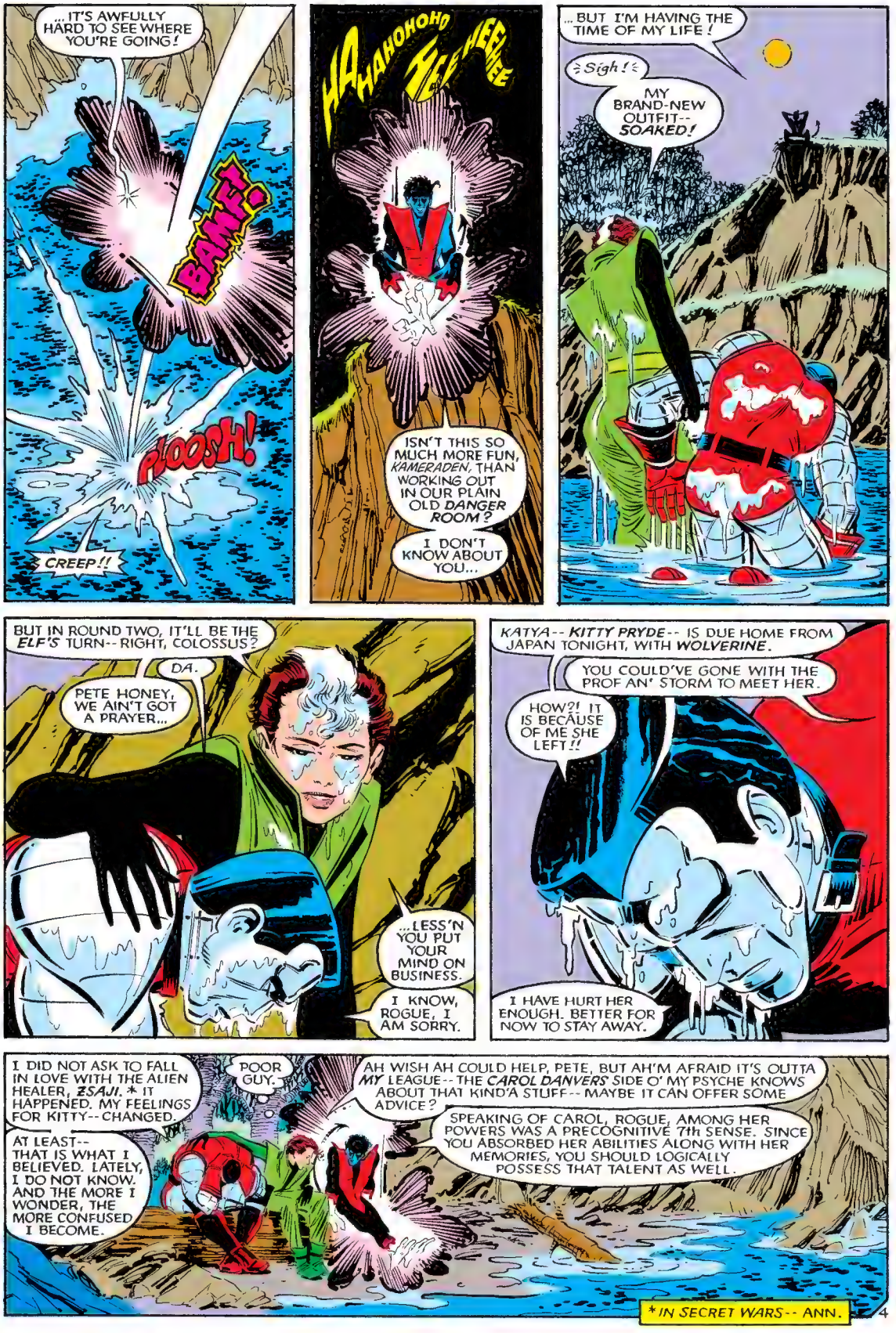
"I WONDER," ORORO MUSES SOFTLY, "WHAT THE CONSEQUENCES WILL BE OF OUR ACTIONS TONIGHT? HAVE WE, IN FACT, SAVED THE WORLD, OR MERELY DELIVERED IT -- AND US--
"-- TO A FAR MORE TERRIBLE FATE?"
... MUTANTS... INTEND TO SUPPLANT US "LOWER" CREATURES AS THE DOMINANT SPECIES ON THIS PLANET!
QUERY: LOCATION?
EARTH. NORTH AMERICA. MANHATTAN. TEMPORAL DATA ANOMALOUS-- THIS IS NOT WHERE I WAS, NOR WHERE I AM SUPPOSED TO BE!
IMMEDIATE SITUATION: CRIME IN PROGRESS, HUMAN LIFE THREATENED.
APPROPRIATE ACTION INITIATED.
WE... BELIEVE THE MUTANTS MENACE IS REAL--SQUAWRRK!
THE SHOCKBLAST SENDS JAIME RODRIGUEZ SPRAWLING...
... A CERTAIN NECKLACE FLYING FROM HIS JACKET...
... TO VANISH FROM SIGHT INTO THE MUCK AND OOZE.
AND IF A DAEMONIC VOICE SHRIEKS IN FUTILE PROTEST, NO ONE HEARS. NO ONE ANSWERS.
OBSERVATION: VICTIM ALIVE.
EASY, FELLA, YOU'LL BE OKAY.
WHAZZUP-- SOMEBODY... HIT ME.
ZZ
DON'T WORRY, HE WON'T DO IT AGAIN.
OBSERVATION: ANTI-MUTANT SENTIMENT PREVALENT IN THIS SOCIETY.
CONCLUSION: IF MUTANTS EXIST, THEN, TRUE TO MY PRIME PROGRAMMING...
... NIMROD MUST SEEK THEM OUT...
... AND OBLITERATE THEM.
NEXT: FUN AND GAMES!

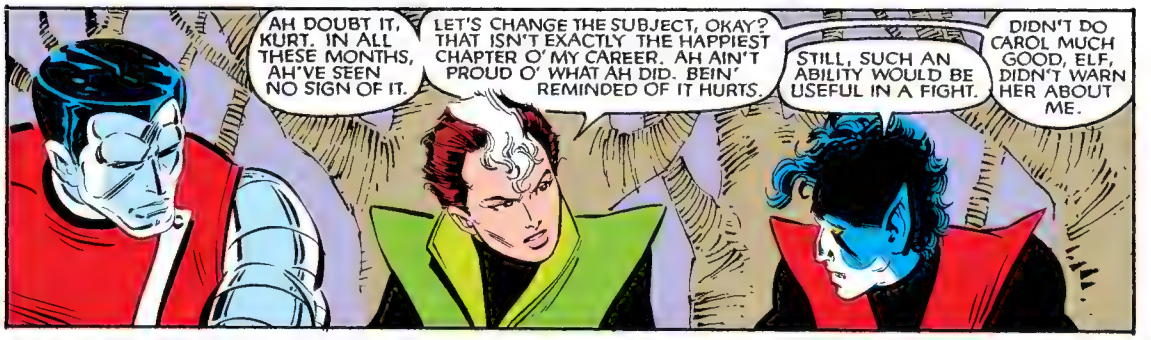
MARVEL
THE UNCANNY
X-MEN
©1984 MARVEL COMICS GROUP
TM
65¢
192
APR
02461
APPROVED BY THE COMICS CODE AUTHORITY
J.R. JR. + D.G.


THE YOUNG MAN'S NAME IS PIOTR NIKOLIEVITCH RASPUTIN-- BUT, FOR OBVIOUS REASONS, HE IS PERHAPS BETTER KNOWN AS COLOSSUS!
Stan Lee PRESENTS...
CHRIS CLAREMONT WRITER
JOHN ROMITA, Jr. & DAN GREEN ARTISTS
SPECIAL THANKS TO STEVE LEIALOHA
GLYNIS WEIN COLORIST
TOM ORZECHOWSKI LETTERER
ANN NOCENTI EDITOR
JIM SHOOTER EDITOR-IN-CHIEF
UNCANNY X-MEN
STARRING THE UNCANNY X-MEN


RUSSIAN BY BIRTH, HE IS A MUTANT-- ABLE TO TRANSFORM HIS FLESH AND BLOOD BODY INTO ONE OF SUPER-STRONG, VIRTUALLY INVULNERABLE ORGANIC STEEL.
HIS POWER MAKES HIM A MAINSTAY OF AN OUTCAST-- POSSIBLY OUTLAW-- BAND OF MUTANT SUPER HEROES, THE UNCANNY X-MEN.
AT THE MOMENT, HE'S LOOKING FOR A TEAMMATE, NIGHTCRAWLER...
... AS PART OF AN IMPROMPTU GAME OF HIDE-'N'-SEEK.
YOO-HOO--PETER!!!
IF YOU PLAN TO WIN, MEIN FREUND, YOU'LL HAVE TO DO BETTER THAN THAT.
MORE IMPORTANTLY, YOU REALLY MUST REMEMBER...
...NEVER TO STAND ON THE EDGE OF CLIFFS.
PERFECT! I CAUGHT HIM AS HE TURNED, WHEN HE WAS COMPLETELY OFF-BALANCE--
--OTHERWISE, CONSIDERING HIS MASS, I WOULDN'T HAVE BEEN ABLE TO BUDGE HIM.


HAPPY LANDINGS, MEIN FREUND.
BAMF
WITH THOSE WORDS-- AND A CHARACTERISTIC BURST OF FIRE AND BRIMSTONE--
--THE X-MEN'S CURRENT LEADER TELE-PORTS HIMSELF TO SAFETY...
SPLASH!
...LEAVING COLOSSUS TO PLUNGE INTO THE RIVER BELOW.
GOOD THING PROFESSOR XAVIER ISN'T HERE TO SEE OUR PERFORM-ANCE. HE'D PROBABLY REPLACE US WITH HIS NOVICE PUPILS, THE NEW MUTANTS.
SHORT-HANDED AS WE ARE, WE'LL HAVE TO DO BETTER THAN THIS.
SPEAK FOR YOURSELF, FUZZY--
ROGUE?!?
--AH THINK AH'M DOIN' JUST FINE.
EASY TO CATCH A CHARMING DEVIL LIKE ME, MY DARLING--
-- FAR HARDER TO KEEP HOLD!
BAMF
FINK-- YOU 'PORTED!
SO SHAKE ME OFF...
..IF YOU CAN.
OF COURSE, THE BIG PROBLEM IS, WITH YOUR EYES COVERED LIKE THIS...


... IT'S AWFULLY HARD TO SEE WHERE YOU'RE GOING!
BAM!
PLOOSH!
CREEP!!
HA HAHOHOHO EE HEE HEE
ISN'T THIS SO MUCH MORE FUN, KAMERADEN, THAN WORKING OUT IN OUR PLAIN OLD DANGER ROOM?
I DON'T KNOW ABOUT YOU...
...BUT I'M HAVING THE TIME OF MY LIFE!
Sigh!
MY BRAND-NEW OUTFIT-- SOAKED!
BUT IN ROUND TWO, IT'LL BE THE ELF'S TURN-- RIGHT, COLOSSUS?
DA.
PETE HONEY, WE AIN'T GOT A PRAYER...
...LESS'N YOU PUT YOUR MIND ON BUSINESS.
I KNOW, ROGUE, I AM SORRY.
KATYA-- KITTY PRYDE-- IS DUE HOME FROM JAPAN TONIGHT, WITH WOLVERINE.
YOU COULD'VE GONE WITH THE PROF AN' STORM TO MEET HER.
HOW?! IT IS BECAUSE OF ME SHE LEFT!!
I HAVE HURT HER ENOUGH. BETTER FOR NOW TO STAY AWAY.
I DID NOT ASK TO FALL IN LOVE WITH THE ALIEN HEALER, ZSAJI. * IT HAPPENED. MY FEELINGS FOR KITTY-- CHANGED.
AT LEAST-- THAT IS WHAT I BELIEVED. LATELY, I DO NOT KNOW. AND THE MORE I WONDER, THE MORE CONFUSED I BECOME.
POOR GUY.
AH WISH AH COULD HELP, PETE, BUT AH'M AFRAID IT'S OUTTA MY LEAGUE-- THE CAROL DANVERS SIDE O' MY PSYCHE KNOWS ABOUT THAT KIND'A STUFF-- MAYBE IT CAN OFFER SOME ADVICE?
SPEAKING OF CAROL, ROGUE, AMONG HER POWERS WAS A PRECOGNITIVE 7th SENSE. SINCE YOU ABSORBED HER ABILITIES ALONG WITH HER MEMORIES, YOU SHOULD LOGICALLY POSSESS THAT TALENT AS WELL.
* IN SECRET WARS-- ANN.

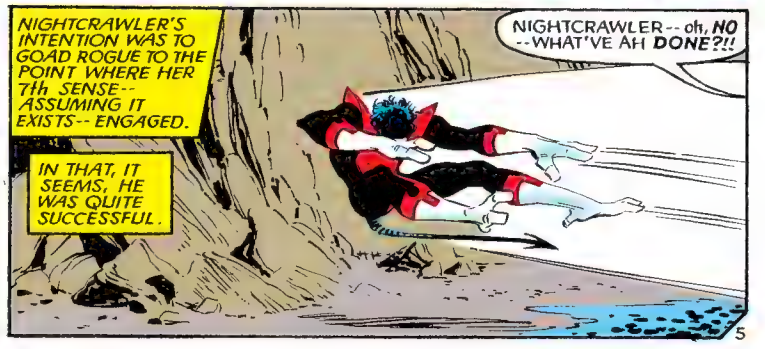

AH DOUBT IT, KURT. IN ALL THESE MONTHS, AH'VE SEEN NO SIGN OF IT.
LET'S CHANGE THE SUBJECT, OKAY? THAT ISN'T EXACTLY THE HAPPIEST CHAPTER O' MY CAREER. AH AIN'T PROUD O' WHAT AH DID. BEIN' REMINDED OF IT HURTS.
STILL, SUCH AN ABILITY WOULD BE USEFUL IN A FIGHT.
DIDN'T DO CAROL MUCH GOOD, ELF, DIDN'T WARN HER ABOUT ME.

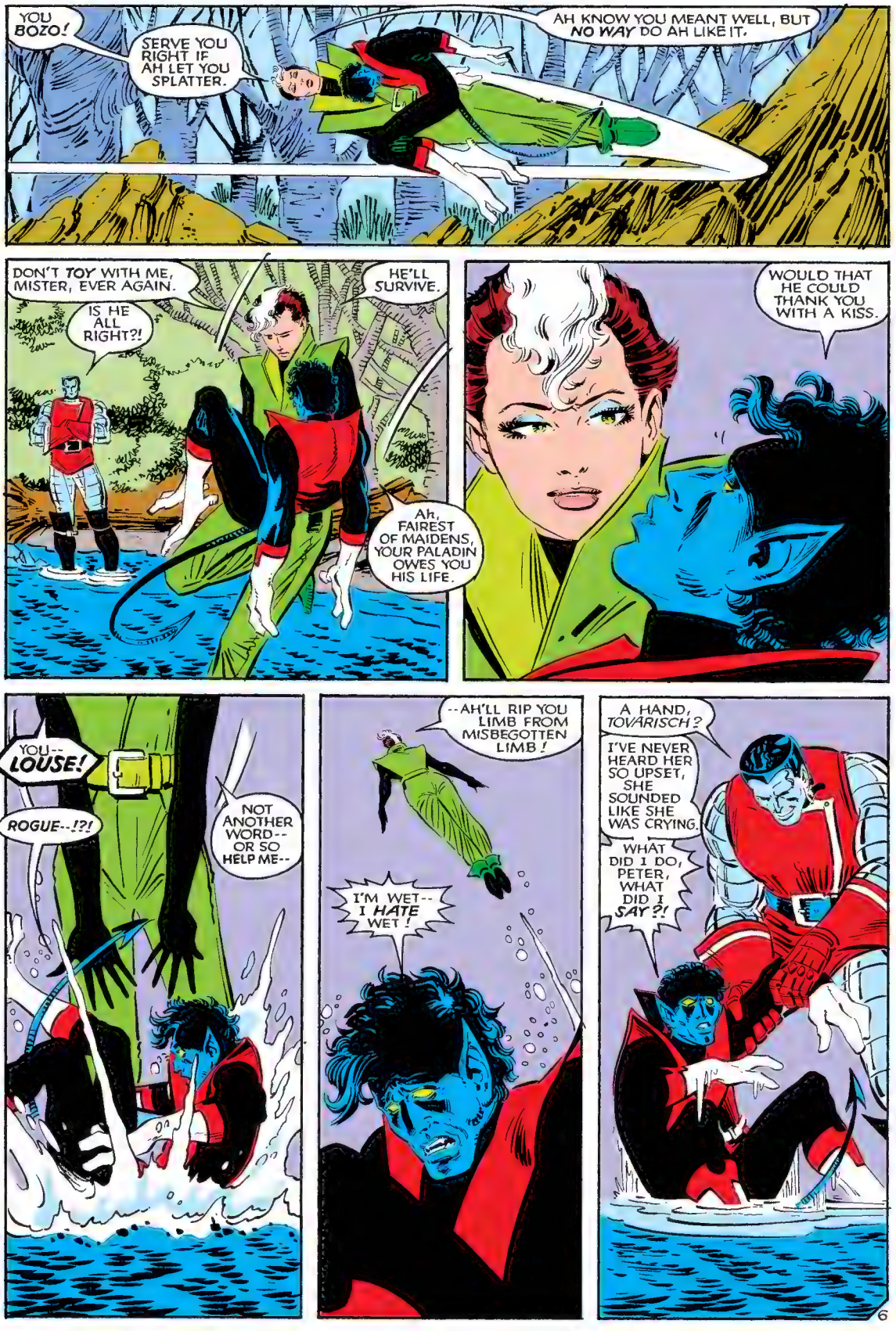
YOU SHOULDN'T BROOD, ROGUE, THAT IS LONG PAST.
NOT TO ME.
COME ON, NO MORE SAD FACE, CHEER UP, SMILE--!

HEY! NO FAIR-- CUTITOUT-- YOU'RE TICKLING!!!
AND YOU ARE TICKLISH!
I'LL BASH YOU, BUSTER-- STOPSTOPSTOP-- AH MEAN IT!
TALK IS CHEAP.

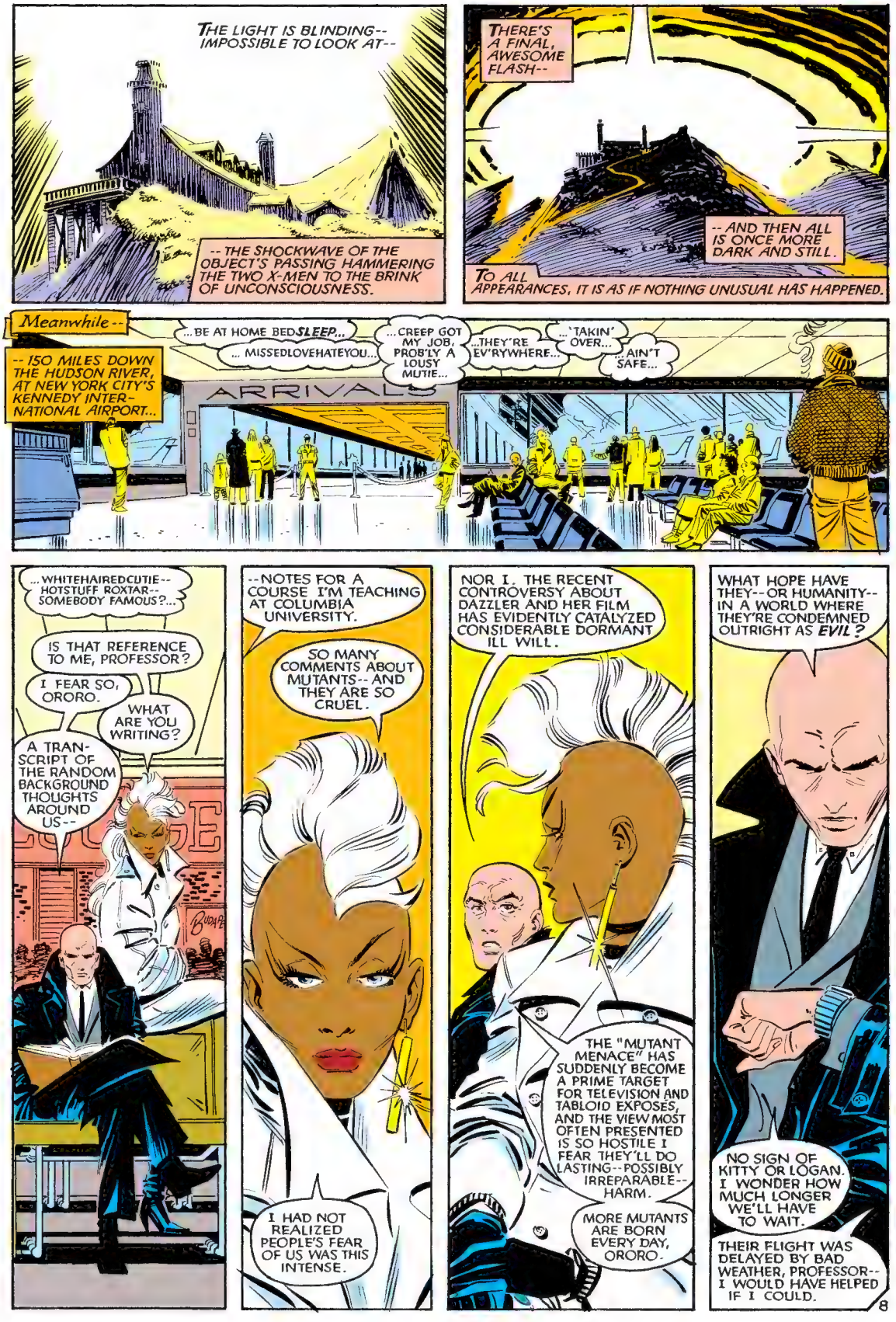
NIGHT-CRAWLER, NO!
BUT HE DOESN'T LISTEN...
BAMF
BAMF
BAMF
BAMF
BAMF
BAMF
... NOR DOES HE NOTICE AS HER PROTESTS BE-COME MORE VEHEMENT, UNTIL...
CUT IT OUT!

WHOULF!

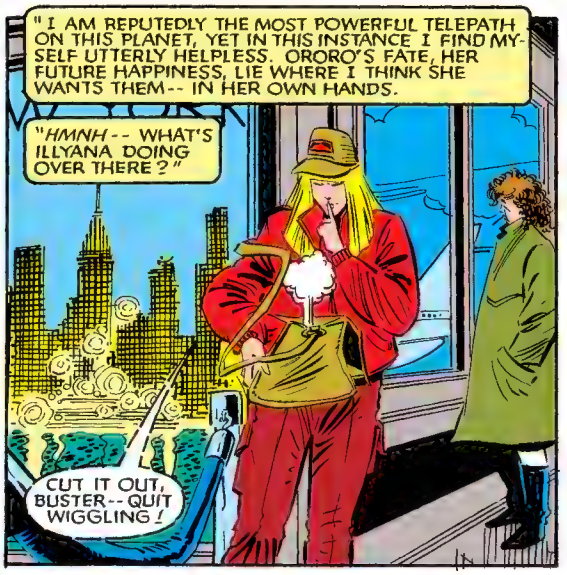

NIGHTCRAWLER'S INTENTION WAS TO GOAD ROGUE TO THE POINT WHERE HER 7th SENSE-- ASSUMING IT EXISTS-- ENGAGED.
IN THAT, IT SEEMS, HE WAS QUITE SUCCESSFUL.
NIGHTCRAWLER-- oh, NO --WHAT'VE AH DONE?!!


YOU BOZO!
SERVE YOU RIGHT IF AH LET YOU SPLATTER.
AH KNOW YOU MEANT WELL, BUT NO WAY DO AH LIKE IT.
DON'T TOY WITH ME, MISTER, EVER AGAIN.
IS HE ALL RIGHT?!
HE'LL SURVIVE.
Ah, FAIREST OF MAIDENS, YOUR PALADIN OWES YOU HIS LIFE.
WOULD THAT HE COULD THANK YOU WITH A KISS.
YOU-- LOUSE!
ROGUE--!?!
NOT ANOTHER WORD-- OR SO HELP ME--
--AH'LL RIP YOU LIMB FROM MISBEGOTTEN LIMB!
I'M WET-- I HATE WET!
A HAND, TOVARISCH?
I'VE NEVER HEARD HER SO UPSET, SHE SOUNDED LIKE SHE WAS CRYING.
WHAT DID I DO, PETER, WHAT DID I SAY?!

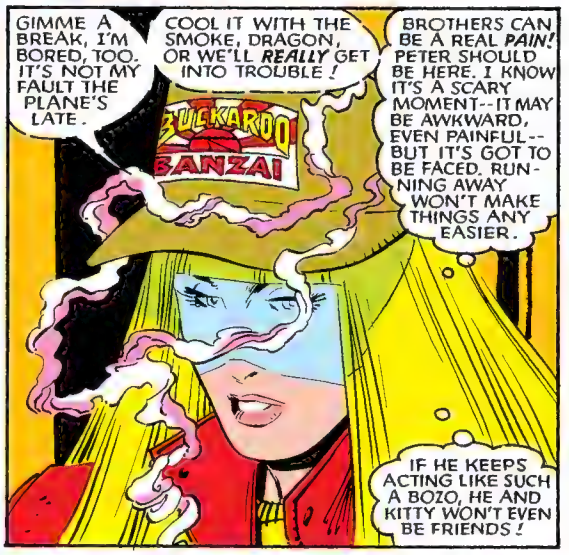
ACH-- DUNCE!
HOW COULD I-- ESPECIALLY I--HAVE BEEN SO STUPID, SO UNFEELING?!
REMEMBER WHAT STORM TOLD US? ROGUE'S POWER MANIFESTED ITSELF WHEN SHE WAS BARELY IN HER TEENS. SHE'S NEVER BEEN KISSED, PROBABLY NEVER EVEN BEEN TOUCHED.
ALL THE THINGS WE TAKE FOR GRANTED-- ALL THE SENSATIONS AND PLEASURES WE SHARE WITH OTHERS--
-- ARE TOTALLY ALIEN TO HER.
POSSESSING CAROL'S MEMORIES MUST BE ABSOLUTE TORTURE-- CONSTANTLY REMINDING ROGUE OF THINGS SHE CAN NEVER EXPERIENCE FIRST-HAND.
NO WONDER SHE WAS SO ANGRY. WHAT WAS TO ME A HARMLESS LITTLE JEST MUST HAVE SEEMED TO HER LIKE AN EXERCISE IN DELIBERATE CRUELTY.
AND NOTHING I CAN SAY OR DO WILL MAKE AMENDS.
SHE FLEW THERE, KURT--
-- TOWARDS THAT RUINED MANSION.
SHOULD WE FOLLOW?
WE'D BEST WAIT AWHILE, MY FRIEND. I DON'T THINK I'D BE TOO WELCOME-- EH?!?
MEIN GOTT-- THE SKY--!?!
IT GLOWS BRIGHT AS DAY!
SOMETHING'S FALLING THIS WAY--
--DOWN, PETER!!

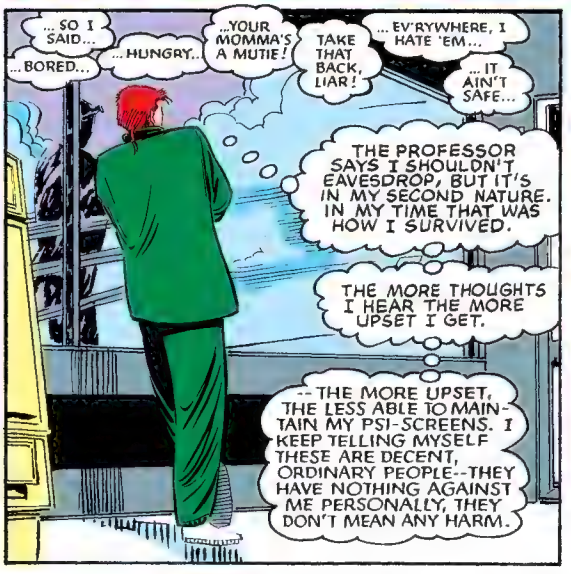

THE LIGHT IS BLINDING-- IMPOSSIBLE TO LOOK AT--
-- THE SHOCKWAVE OF THE OBJECT'S PASSING HAMMERING THE TWO X-MEN TO THE BRINK OF UNCONSCIOUSNESS.
THERE'S A FINAL, AWESOME FLASH--
-- AND THEN ALL IS ONCE MORE DARK AND STILL.
TO ALL APPEARANCES, IT IS AS IF NOTHING UNUSUAL HAS HAPPENED.
Meanwhile--
-- 150 MILES DOWN THE HUDSON RIVER, AT NEW YORK CITY'S KENNEDY INTER-NATIONAL AIRPORT...
...BE AT HOME BED SLEEP...
... MISSEDLOVEHATEYOU...
... CREEP GOT MY JOB, PROB'LY A LOUSY MUTIE...
...THEY'RE EV'RYWHERE...
... 'TAKIN' OVER...
...AIN'T SAFE...
ARRIVALS
...WHITEHAIREDCUTIE-- HOTSTUFF ROXTAR-- SOMEBODY FAMOUS?...
IS THAT REFERENCE TO ME, PROFESSOR?
I FEAR SO, ORORO.
WHAT ARE YOU WRITING?
A TRAN-SCRIPT OF THE RANDOM BACKGROUND THOUGHTS AROUND US--
--NOTES FOR A COURSE I'M TEACHING AT COLUMBIA UNIVERSITY.
SO MANY COMMENTS ABOUT MUTANTS-- AND THEY ARE SO CRUEL.
I HAD NOT REALIZED PEOPLE'S FEAR OF US WAS THIS INTENSE.
NOR I. THE RECENT CONTROVERSY ABOUT DAZZLER AND HER FILM HAS EVIDENTLY CATALYZED CONSIDERABLE DORMANT ILL WILL.
THE "MUTANT MENACE" HAS SUDDENLY BECOME A PRIME TARGET FOR TELEVISION AND TABLOID EXPOSES, AND THE VIEW MOST OFTEN PRESENTED IS SO HOSTILE I FEAR THEY'LL DO LASTING--POSSIBLY IRREPARABLE-- HARM.
MORE MUTANTS ARE BORN EVERY DAY, ORORO.
WHAT HOPE HAVE THEY-- OR HUMANITY-- IN A WORLD WHERE THEY'RE CONDEMNED OUTRIGHT AS EVIL?
NO SIGN OF KITTY OR LOGAN. I WONDER HOW MUCH LONGER WE'LL HAVE TO WAIT.
THEIR FLIGHT WAS DELAYED BY BAD WEATHER, PROFESSOR-- I WOULD HAVE HELPED IF I COULD.

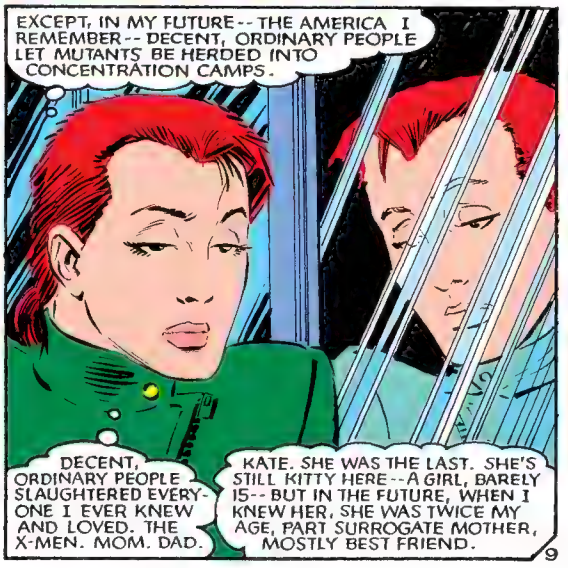
ORORO'S REMARK WAS MADE IN JEST BUT THAT'S MERELY A FACADE, HOWEVER WELL SHE MASKS HER TRUE FEELINGS...
...THE LOSS OF HER ELEMENTAL POWERS STILL HURTS. AND, MAKING MATTERS WORSE-- HER LOVE FOR THE MAN RESPONSIBLE, FORGE, REMAINS AS STRONG AND VITAL AS HER RAGE AT HIM. IF ONLY THERE WAS SOMETHING I COULD DO.

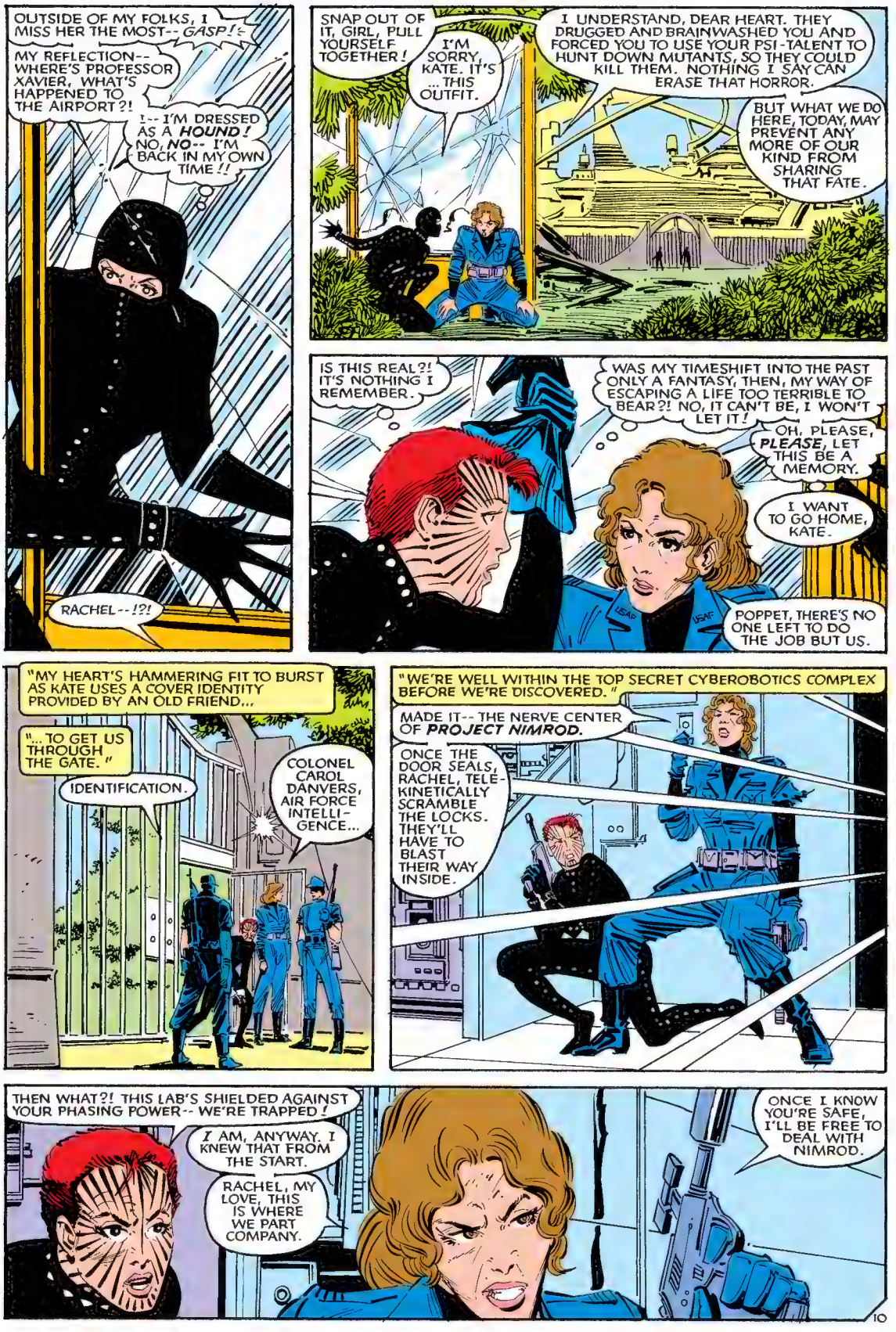

"I AM REPUTEDLY THE MOST POWERFUL TELEPATH ON THIS PLANET, YET IN THIS INSTANCE I FIND MYSELF UTTERLY HELPLESS. ORORO'S FATE, HER FUTURE HAPPINESS, LIE WHERE I THINK SHE WANTS THEM-- IN HER OWN HANDS.
"HMNH-- WHAT'S ILLYANA DOING OVER THERE?"
CUT IT OUT, BUSTER-- QUIT WIGGLING!

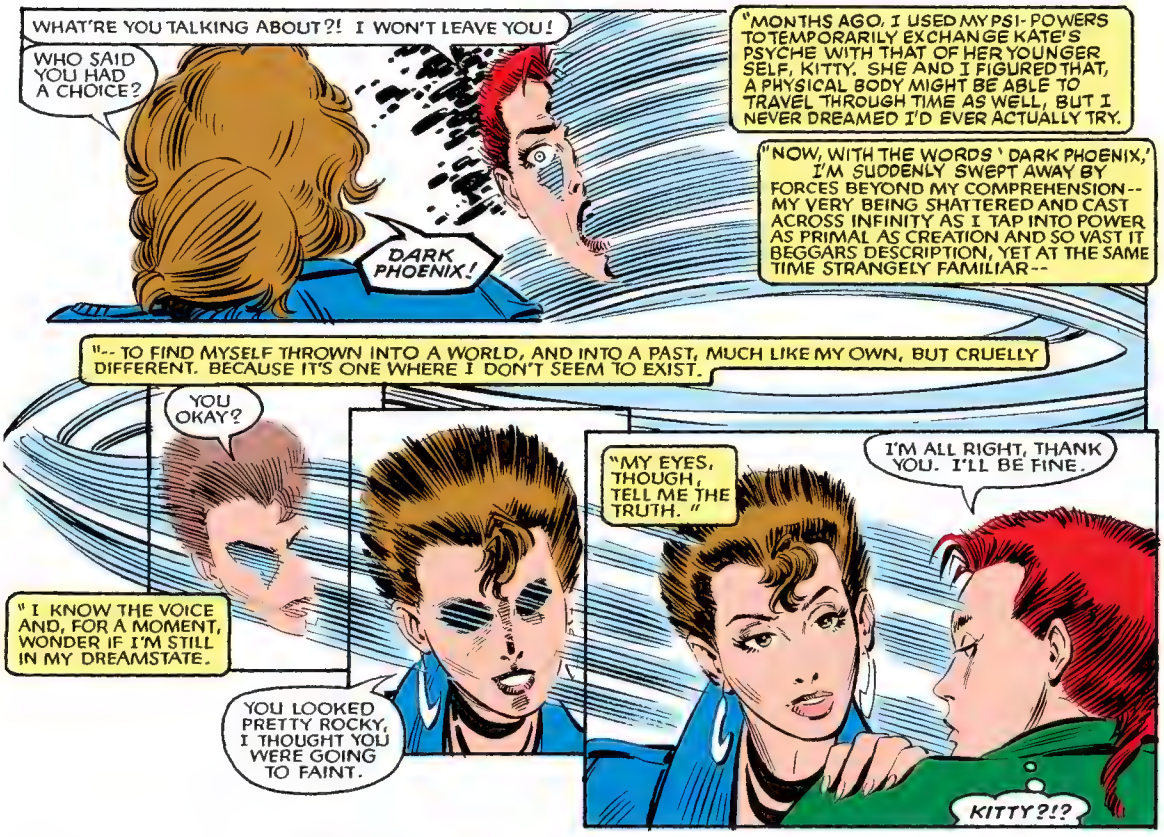
THE PROF DOESN'T KNOW I BROUGHT YOU ALONG-- LET'S KEEP IT THAT WAY.
I MEAN IT, LOCKHEED!
BEHAVE YOURSELF OR I'LL TAKE YOU HOME THIS INSTANT!
Hrumph!

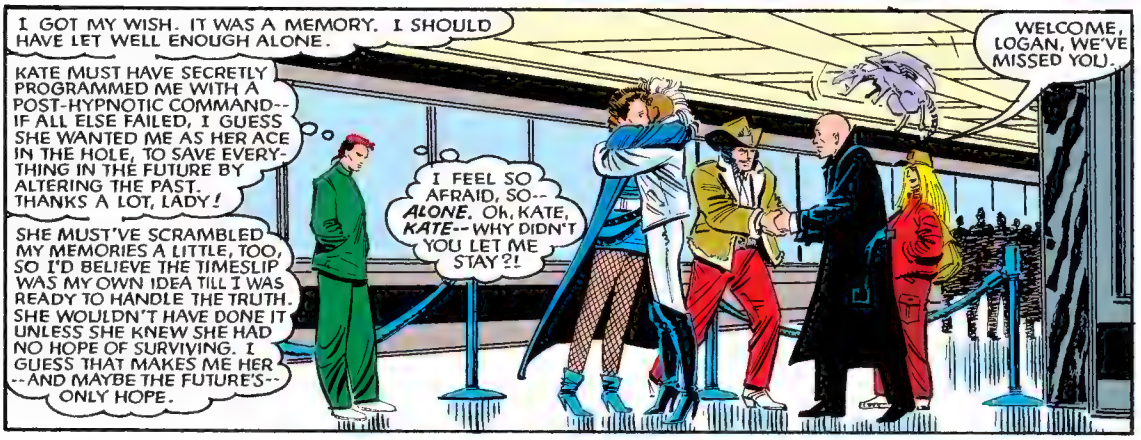

GIMME A BREAK, I'M BORED, TOO. IT'S NOT MY FAULT THE PLANE'S LATE.
COOL IT WITH THE SMOKE, DRAGON, OR WE'LL REALLY GET INTO TROUBLE!
BUCKAROO BANZAI
BROTHERS CAN BE A REAL PAIN! PETER SHOULD BE HERE. I KNOW IT'S A SCARY MOMENT-- IT MAY BE AWKWARD, EVEN PAINFUL-- BUT IT'S GOT TO BE FACED. RUNNING AWAY WON'T MAKE THINGS ANY EASIER.
IF HE KEEPS ACTING LIKE SUCH A BOZO, HE AND KITTY WON'T EVEN BE FRIENDS!

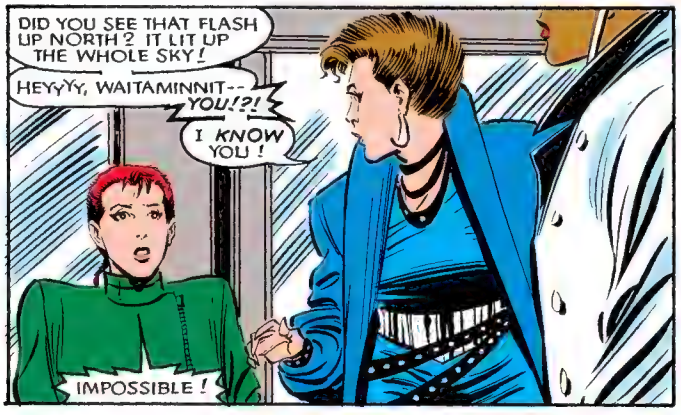

... SO I SAID...
...BORED...
...HUNGRY...
...YOUR MOMMA'S A MUTIE!
TAKE THAT BACK, LIAR!
... EV'RYWHERE, I HATE 'EM...
... IT AIN'T SAFE...
THE PROFESSOR SAYS I SHOULDN'T EAVESDROP, BUT IT'S IN MY SECOND NATURE. IN MY TIME THAT WAS HOW I SURVIVED.
THE MORE THOUGHTS I HEAR THE MORE UPSET I GET.
-- THE MORE UPSET, THE LESS ABLE TO MAINTAIN MY PSI-SCREENS. I KEEP TELLING MYSELF THESE ARE DECENT, ORDINARY PEOPLE--THEY HAVE NOTHING AGAINST ME PERSONALLY, THEY DON'T MEAN ANY HARM.


EXCEPT, IN MY FUTURE-- THE AMERICA I REMEMBER-- DECENT, ORDINARY PEOPLE LET MUTANTS BE HERDED INTO CONCENTRATION CAMPS.
DECENT, ORDINARY PEOPLE SLAUGHTERED EVERYONE I EVER KNEW AND LOVED. THE X-MEN. MOM. DAD.
KATE. SHE WAS THE LAST. SHE'S STILL KITTY HERE--A GIRL, BARELY 15-- BUT IN THE FUTURE, WHEN I KNEW HER, SHE WAS TWICE MY AGE, PART SURROGATE MOTHER, MOSTLY BEST FRIEND.

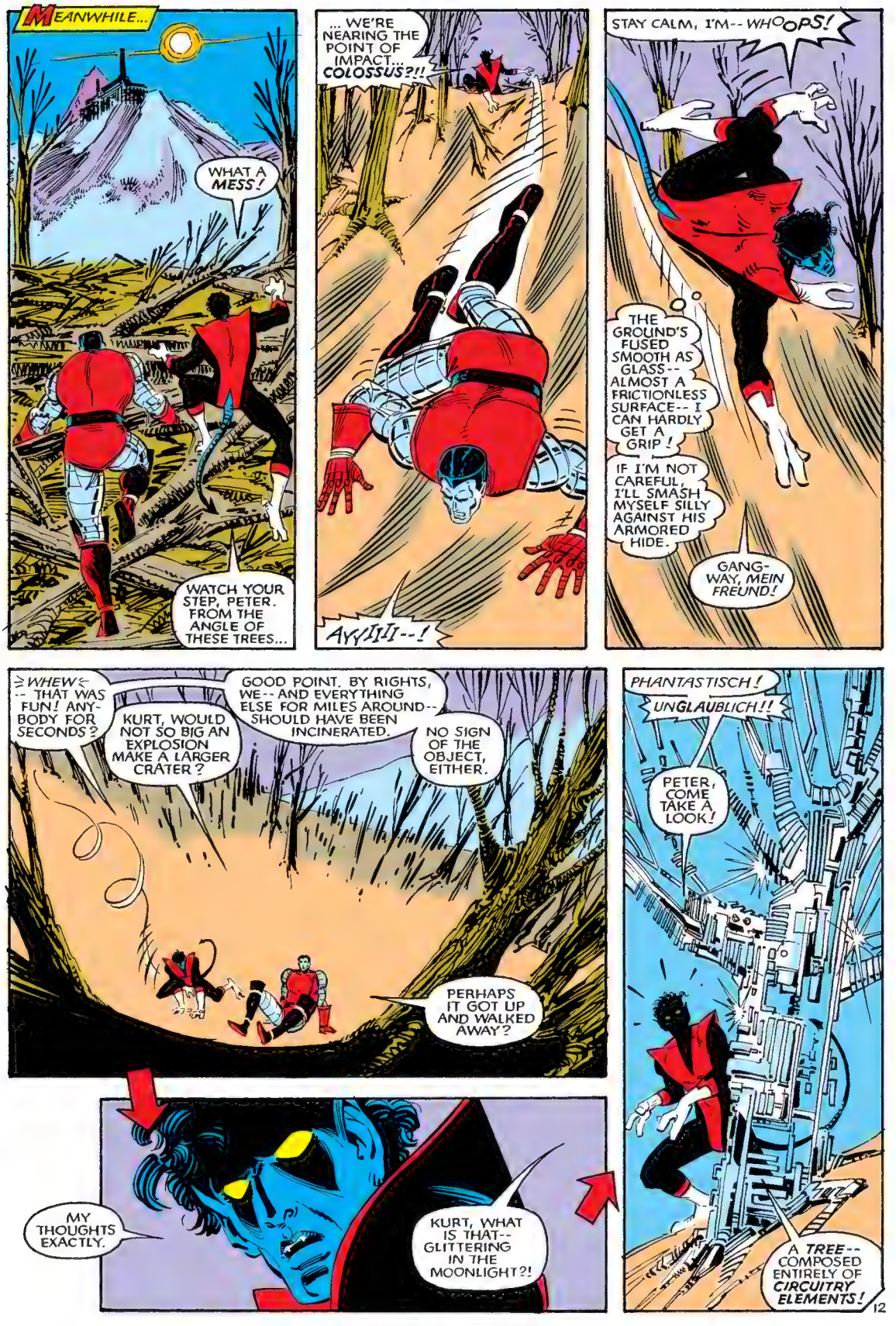

OUTSIDE OF MY FOLKS, I MISS HER THE MOST-- GASP!
MY REFLECTION-- WHERE'S PROFESSOR XAVIER, WHAT'S HAPPENED TO THE AIRPORT?!
-- I'M DRESSED AS A HOUND! NO, NO-- I'M BACK IN MY OWN TIME!!
RACHEL--!?!
SNAP OUT OF IT, GIRL, PULL YOURSELF TOGETHER!
I'M SORRY, KATE. IT'S ...THIS OUTFIT.
I UNDERSTAND, DEAR HEART. THEY DRUGGED AND BRAINWASHED YOU AND FORCED YOU TO USE YOUR PSI-TALENT TO HUNT DOWN MUTANTS, SO THEY COULD KILL THEM. NOTHING I SAY CAN ERASE THAT HORROR.
BUT WHAT WE DO HERE, TODAY, MAY PREVENT ANY MORE OF OUR KIND FROM SHARING THAT FATE.
IS THIS REAL?! IT'S NOTHING I REMEMBER.
WAS MY TIMESHIFT INTO THE PAST ONLY A FANTASY, THEN, MY WAY OF ESCAPING A LIFE TOO TERRIBLE TO BEAR?! NO, IT CAN'T BE, I WON'T LET IT!
OH, PLEASE, PLEASE, LET THIS BE A MEMORY.
I WANT TO GO HOME, KATE.
POPPET, THERE'S NO ONE LEFT TO DO THE JOB BUT US.
"MY HEART'S HAMMERING FIT TO BURST AS KATE USES A COVER IDENTITY PROVIDED BY AN OLD FRIEND...
"... TO GET US THROUGH THE GATE."
IDENTIFICATION.
COLONEL CAROL DANVERS, AIR FORCE INTELLI-GENCE...
"WE'RE WELL WITHIN THE TOP SECRET CYBEROBOTICS COMPLEX BEFORE WE'RE DISCOVERED."
MADE IT-- THE NERVE CENTER OF PROJECT NIMROD.
ONCE THE DOOR SEALS, RACHEL, TELE-KINETICALLY SCRAMBLE THE LOCKS. THEY'LL HAVE TO BLAST THEIR WAY INSIDE.
THEN WHAT?! THIS LAB'S SHIELDED AGAINST YOUR PHASING POWER-- WE'RE TRAPPED!
I AM, ANYWAY. I KNEW THAT FROM THE START.
RACHEL, MY LOVE, THIS IS WHERE WE PART COMPANY.
ONCE I KNOW YOU'RE SAFE, I'LL BE FREE TO DEAL WITH NIMROD.

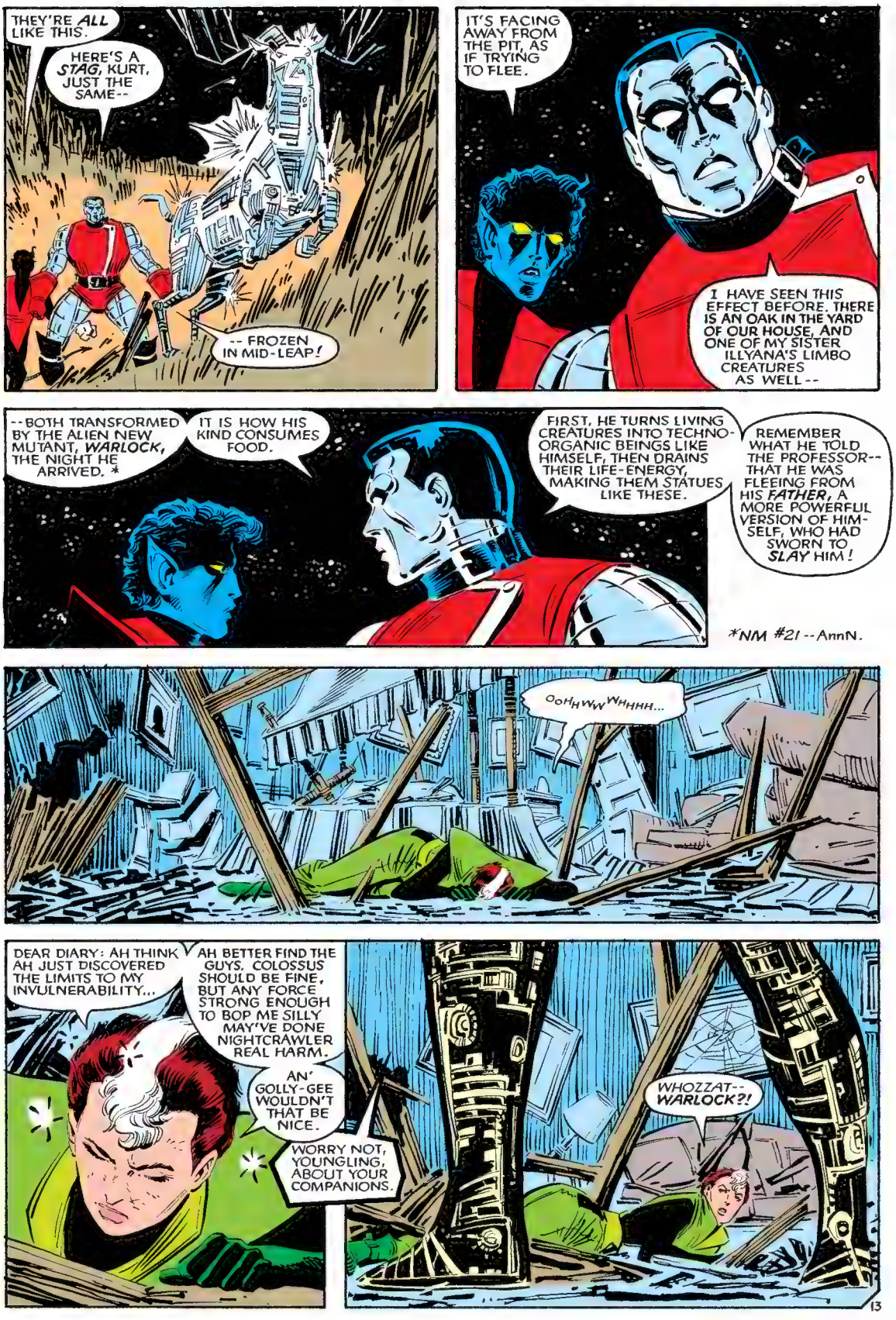

WHAT'RE YOU TALKING ABOUT?! I WON'T LEAVE YOU!
WHO SAID YOU HAD A CHOICE?
DARK PHOENIX!
"MONTHS AGO, I USED MY PSI-POWERS TO TEMPORARILY EXCHANGE KATE'S PSYCHE WITH THAT OF HER YOUNGER SELF, KITTY. SHE AND I FIGURED THAT, A PHYSICAL BODY MIGHT BE ABLE TO TRAVEL THROUGH TIME AS WELL, BUT I NEVER DREAMED I'D EVER ACTUALLY TRY.
"NOW, WITH THE WORDS 'DARK PHOENIX,' I'M SUDDENLY SWEPT AWAY BY FORCES BEYOND MY COMPREHENSION--MY VERY BEING SHATTERED AND CAST ACROSS INFINITY AS I TAP INTO POWER AS PRIMAL AS CREATION AND SO VAST IT BEGGARS DESCRIPTION, YET AT THE SAME TIME STRANGELY FAMILIAR--
"-- TO FIND MYSELF THROWN INTO A WORLD, AND INTO A PAST, MUCH LIKE MY OWN, BUT CRUELLY DIFFERENT. BECAUSE IT'S ONE WHERE I DON'T SEEM TO EXIST.
YOU OKAY?
"I KNOW THE VOICE AND, FOR A MOMENT, WONDER IF I'M STILL IN MY DREAMSTATE.
YOU LOOKED PRETTY ROCKY, I THOUGHT YOU WERE GOING TO FAINT.
"MY EYES, THOUGH, TELL ME THE TRUTH."
I'M ALL RIGHT, THANK YOU. I'LL BE FINE.
KITTY?!?

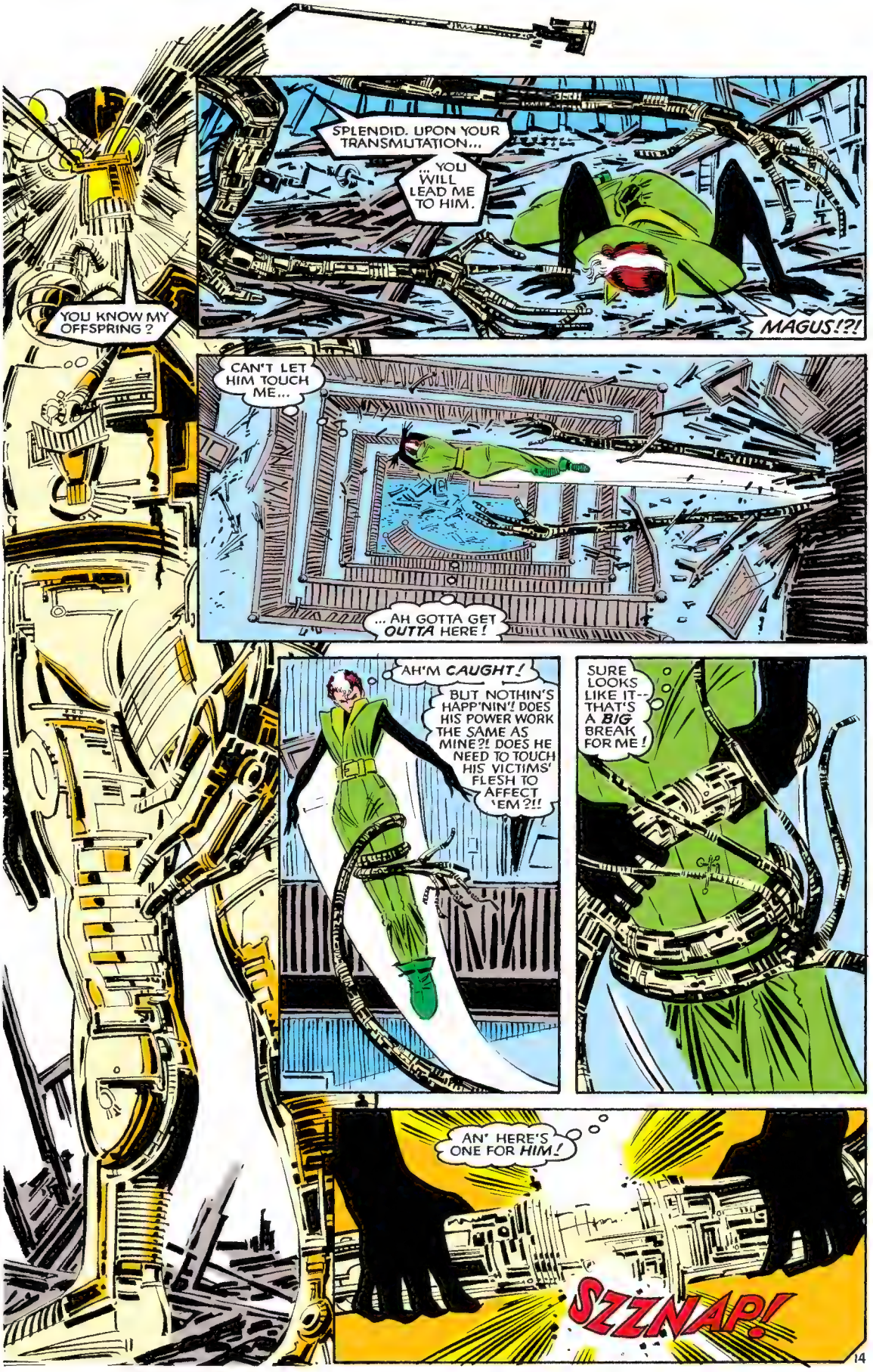

I GOT MY WISH. IT WAS A MEMORY. I SHOULD HAVE LET WELL ENOUGH ALONE.
KATE MUST HAVE SECRETLY PROGRAMMED ME WITH A POST-HYPNOTIC COMMAND--IF ALL ELSE FAILED, I GUESS SHE WANTED ME AS HER ACE IN THE HOLE, TO SAVE EVERYTHING IN THE FUTURE BY ALTERING THE PAST. THANKS A LOT, LADY!
SHE MUST'VE SCRAMBLED MY MEMORIES A LITTLE, TOO, SO I'D BELIEVE THE TIMESLIP WAS MY OWN IDEA TILL I WAS READY TO HANDLE THE TRUTH. SHE WOULDN'T HAVE DONE IT UNLESS SHE KNEW SHE HAD NO HOPE OF SURVIVING. I GUESS THAT MAKES ME HER--AND MAYBE THE FUTURE'S--ONLY HOPE.
I FEEL SO AFRAID, SO--ALONE. OH, KATE, KATE--WHY DIDN'T YOU LET ME STAY?!
WELCOME, LOGAN, WE'VE MISSED YOU.

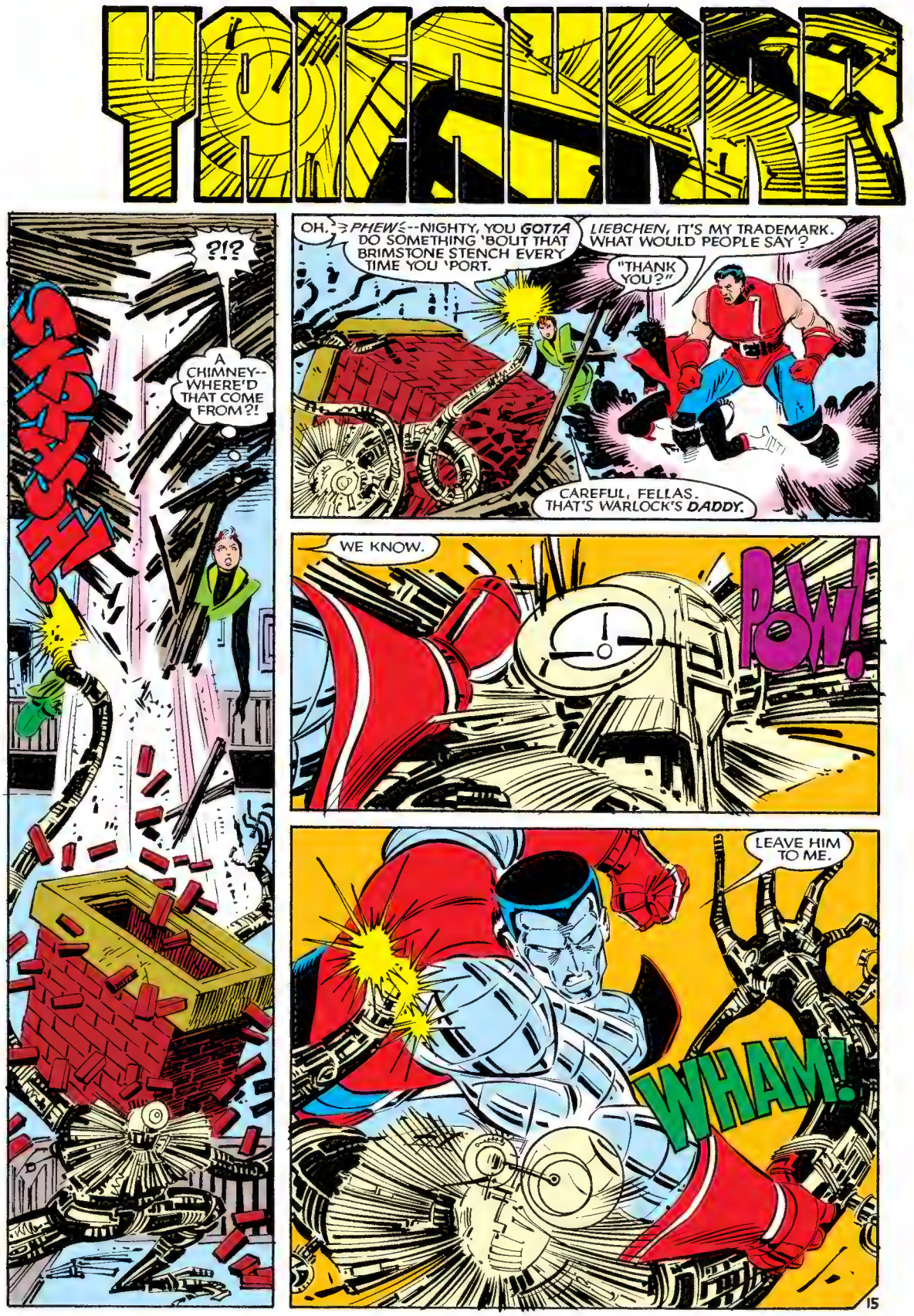

DID YOU SEE THAT FLASH UP NORTH? IT LIT UP THE WHOLE SKY!
HEYYYY, WAITAMINNIT--YOU!?!
I KNOW YOU!
IMPOSSIBLE!

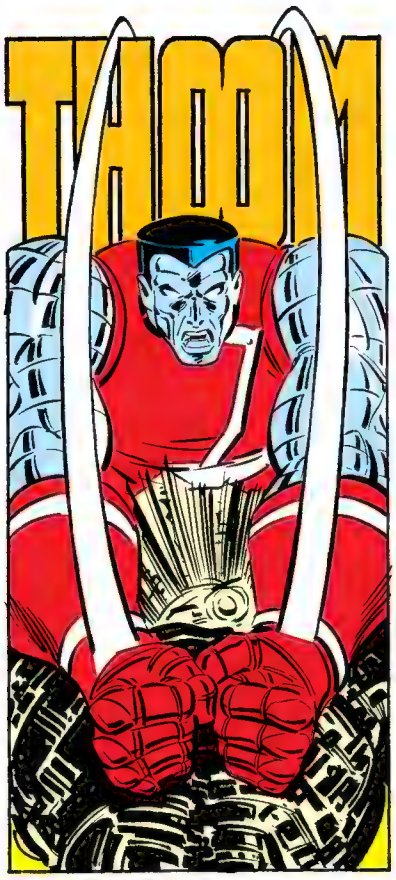
YOU CAN'T -- YOU WERE UNCONSCIOUS THE WHOLE TIME!
I REMEMBER--I WAS IN THE FUTURE--YOU PROTECTED ME--
--YOU'RE RACHEL!!

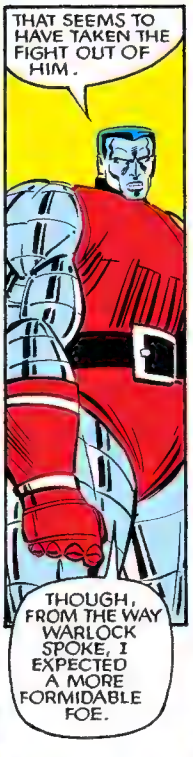

MEANWHILE...
WHAT A MESS!
WATCH YOUR STEP, PETER. FROM THE ANGLE OF THESE TREES...
... WE'RE NEARING THE POINT OF IMPACT... COLOSSUS?!!
AYYIIII--!
STAY CALM, I'M--WHOOPS!
THE GROUND'S FUSED SMOOTH AS GLASS--ALMOST A FRICTIONLESS SURFACE--I CAN HARDLY GET A GRIP!
IF I'M NOT CAREFUL, I'LL SMASH MYSELF SILLY AGAINST HIS ARMORED HIDE.
GANG-WAY, MEIN FREUND!
≥WHEW≤--THAT WAS FUN! ANYBODY FOR SECONDS?
KURT, WOULD NOT SO BIG AN EXPLOSION MAKE A LARGER CRATER?
GOOD POINT. BY RIGHTS, WE--AND EVERYTHING ELSE FOR MILES AROUND--SHOULD HAVE BEEN INCINERATED.
NO SIGN OF THE OBJECT, EITHER.
PERHAPS IT GOT UP AND WALKED AWAY?
MY THOUGHTS EXACTLY.
KURT, WHAT IS THAT--GLITTERING IN THE MOONLIGHT?!
PHANTASTISCH!
UNGLAUBLICH!!
PETER, COME TAKE A LOOK!
A TREE--COMPOSED ENTIRELY OF CIRCUITRY ELEMENTS!

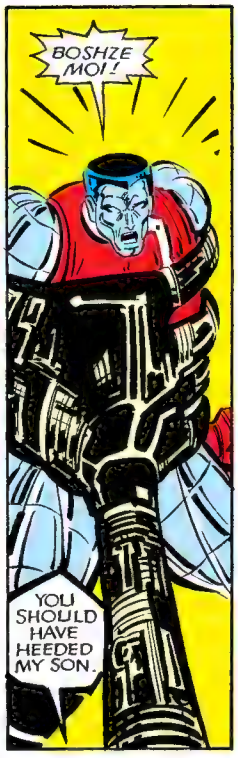

THEY'RE ALL LIKE THIS.
HERE'S A STAG, KURT, JUST THE SAME--
-- FROZEN IN MID-LEAP!
IT'S FACING AWAY FROM THE PIT, AS IF TRYING TO FLEE.
I HAVE SEEN THIS EFFECT BEFORE. THERE IS AN OAK IN THE YARD OF OUR HOUSE, AND ONE OF MY SISTER ILLYANA'S LIMBO CREATURES AS WELL--
--BOTH TRANSFORMED BY THE ALIEN NEW MUTANT, WARLOCK, THE NIGHT HE ARRIVED. *
IT IS HOW HIS KIND CONSUMES FOOD.
FIRST, HE TURNS LIVING CREATURES INTO TECHNO-ORGANIC BEINGS LIKE HIMSELF, THEN DRAINS THEIR LIFE-ENERGY, MAKING THEM STATUES LIKE THESE.
REMEMBER WHAT HE TOLD THE PROFESSOR-- THAT HE WAS FLEEING FROM HIS FATHER, A MORE POWERFUL VERSION OF HIMSELF, WHO HAD SWORN TO SLAY HIM!
*NM #21 --AnnN.
OOHHWWWHHHH...
DEAR DIARY: AH THINK AH JUST DISCOVERED THE LIMITS TO MY INVULNERABILITY...
AH BETTER FIND THE GUYS. COLOSSUS SHOULD BE FINE, BUT ANY FORCE STRONG ENOUGH TO BOP ME SILLY MAY'VE DONE NIGHTCRAWLER REAL HARM.
AN' GOLLY-GEE WOULDN'T THAT BE NICE.
WORRY NOT, YOUNGLING, ABOUT YOUR COMPANIONS.
WHOZZAT-- WARLOCK?!

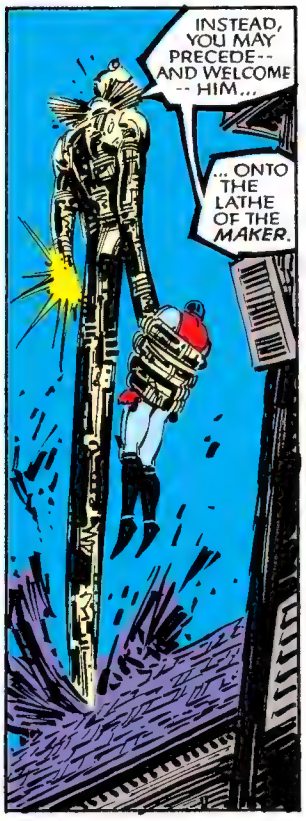

SPLENDID. UPON YOUR TRANSMUTATION...
... YOU WILL LEAD ME TO HIM.
MAGUS!?!
YOU KNOW MY OFFSPRING ?
CAN'T LET HIM TOUCH ME...
... AH GOTTA GET OUTTA HERE!
AH'M CAUGHT!
BUT NOTHIN'S HAPP'NIN'! DOES HIS POWER WORK THE SAME AS MINE?! DOES HE NEED TO TOUCH HIS VICTIMS' FLESH TO AFFECT 'EM?!!
SURE LOOKS LIKE IT-- THAT'S A BIG BREAK FOR ME!
AN' HERE'S ONE FOR HIM!
SZZNAP!


?!?
A CHIMNEY--WHERE'D THAT COME FROM?!
SKREE!
OH. PHEW!--NIGHTY, YOU GOTTA DO SOMETHING 'BOUT THAT BRIMSTONE STENCH EVERY TIME YOU 'PORT.
LIEBCHEN, IT'S MY TRADEMARK. WHAT WOULD PEOPLE SAY?
"THANK YOU?"
CAREFUL, FELLAS. THAT'S WARLOCK'S DADDY.
WE KNOW.
POW!
LEAVE HIM TO ME.
WHAM!


THOOM


THAT SEEMS TO HAVE TAKEN THE FIGHT OUT OF HIM.
THOUGH, FROM THE WAY WARLOCK SPOKE, I EXPECTED A MORE FORMIDABLE FOE.

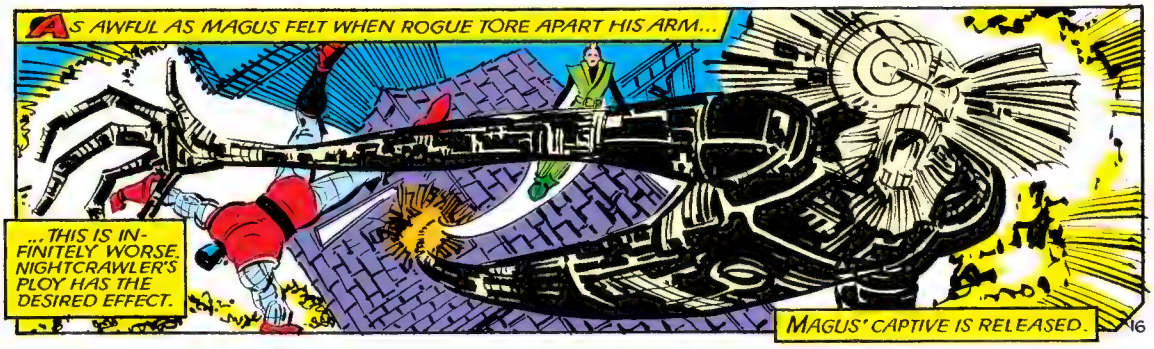

BOSHZE MOI!
YOU SHOULD HAVE HEEDED MY SON.

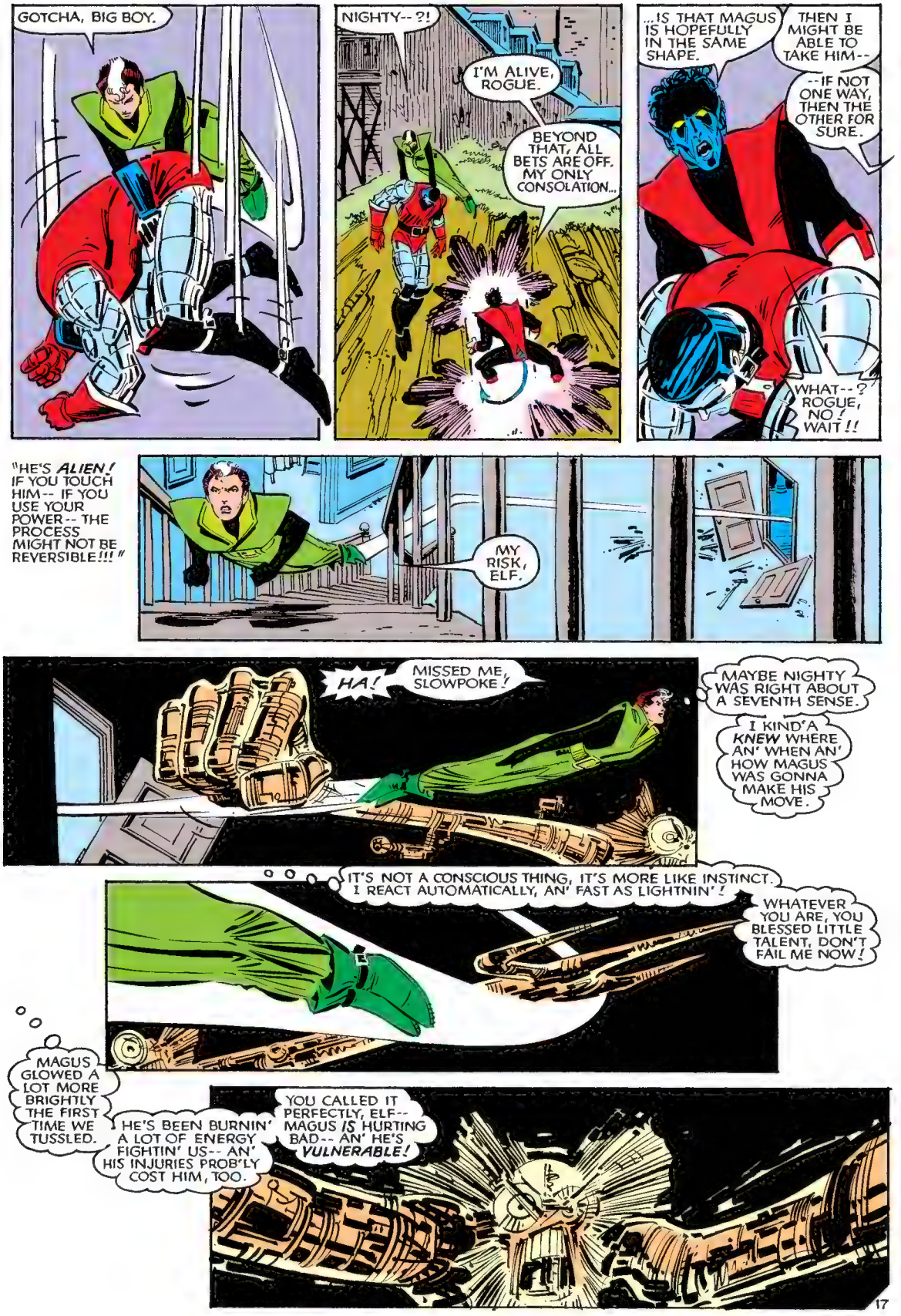

INSTEAD, YOU MAY PRECEDE-- AND WELCOME -- HIM...
... ONTO THE LATHE OF THE MAKER.

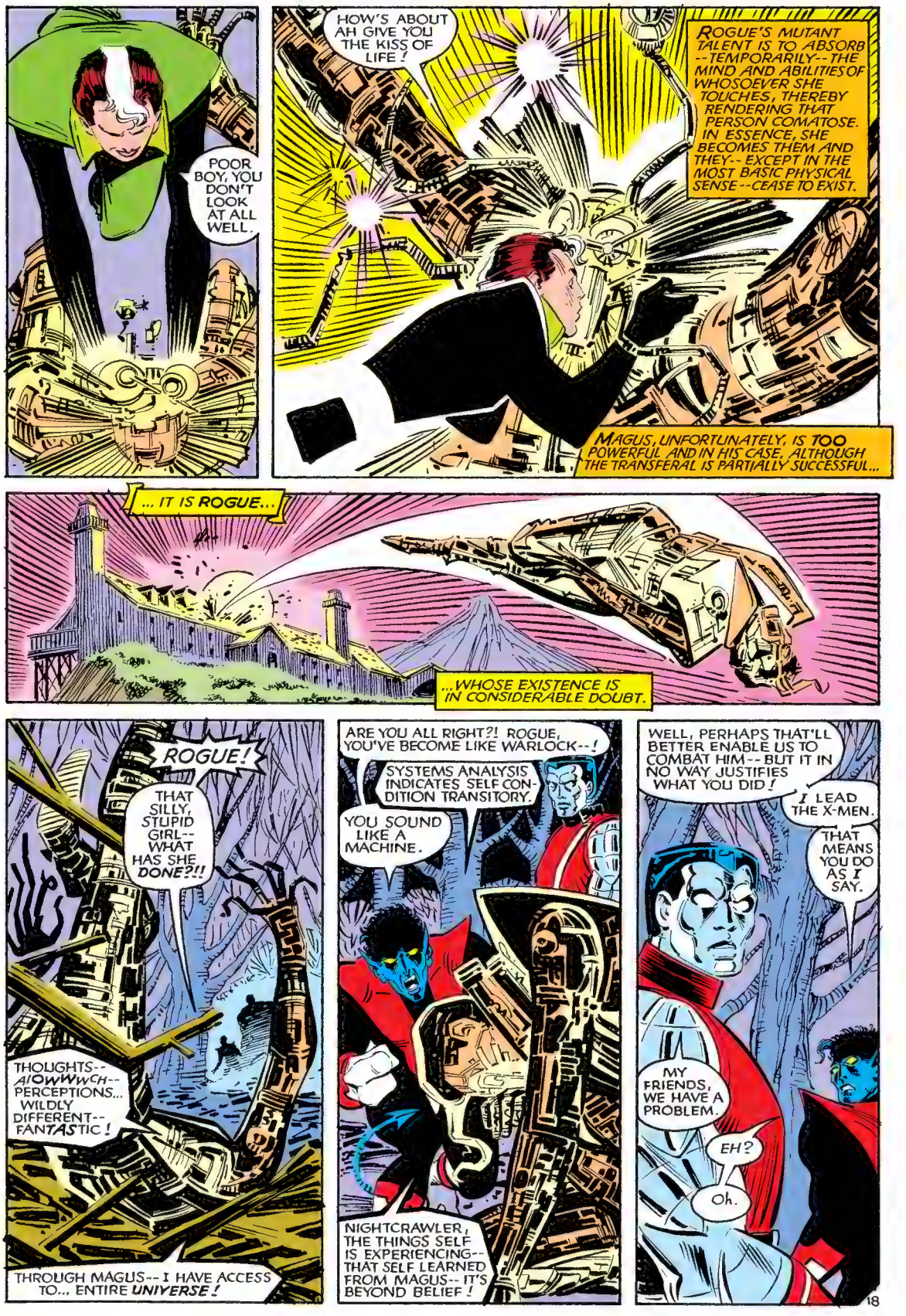
CANNOT BREAK FREE!
HIS GRIP--TIGHTENING-- CANNOT STAND MUCH MORE! BUT... IF I LOSE CONSCIOUSNESS, I SHALL REVERT... TO MY HUMAN FORM. I'LL BE AT... MAGUS' MERCY!

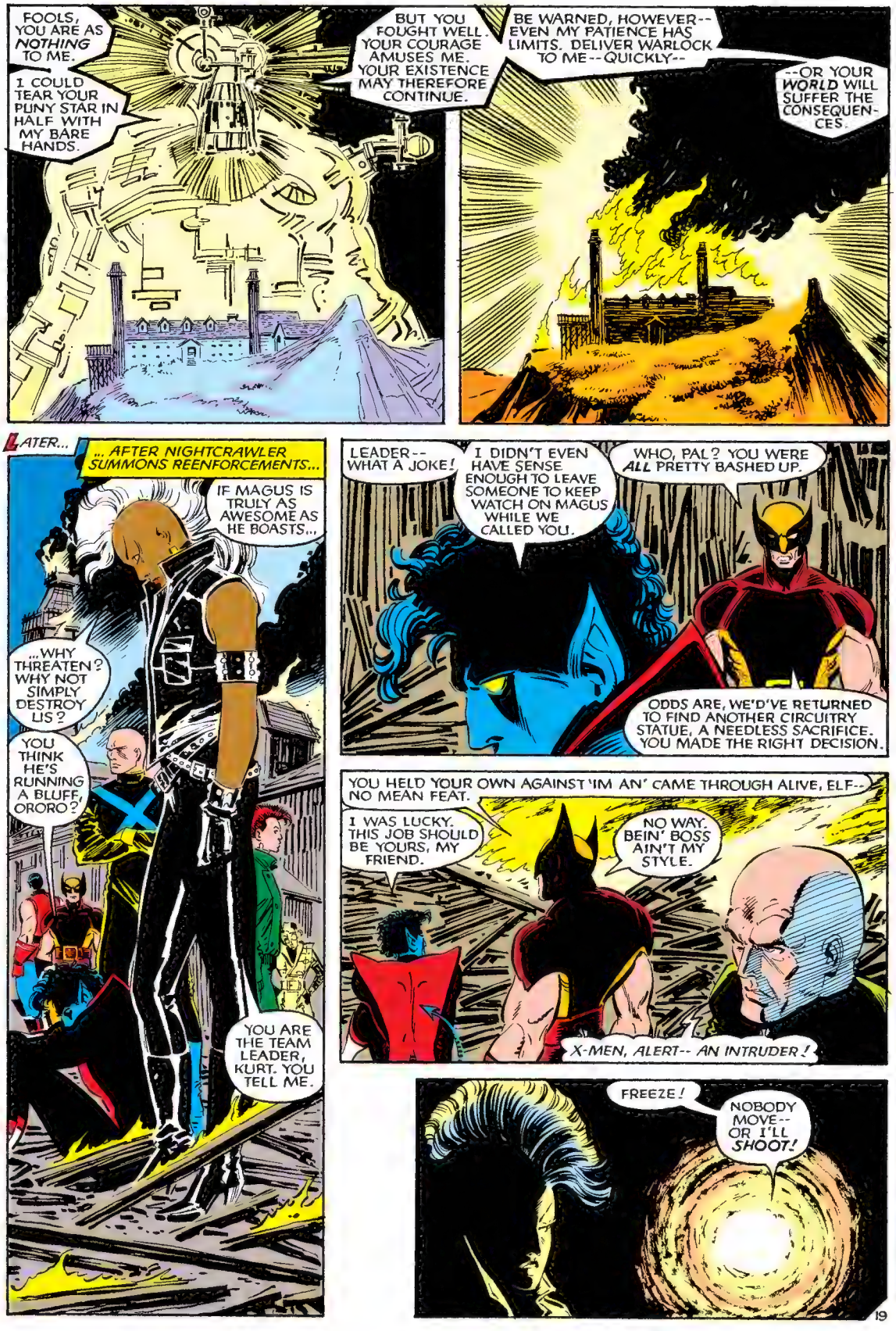
WHAT CAN I DO?!
THERE'S NO WAY I CAN MATCH MAGUS' STRENGTH--
-- WAIT, A PORTION OF HIM IS STILL STUCK IN THE RUBBLE!

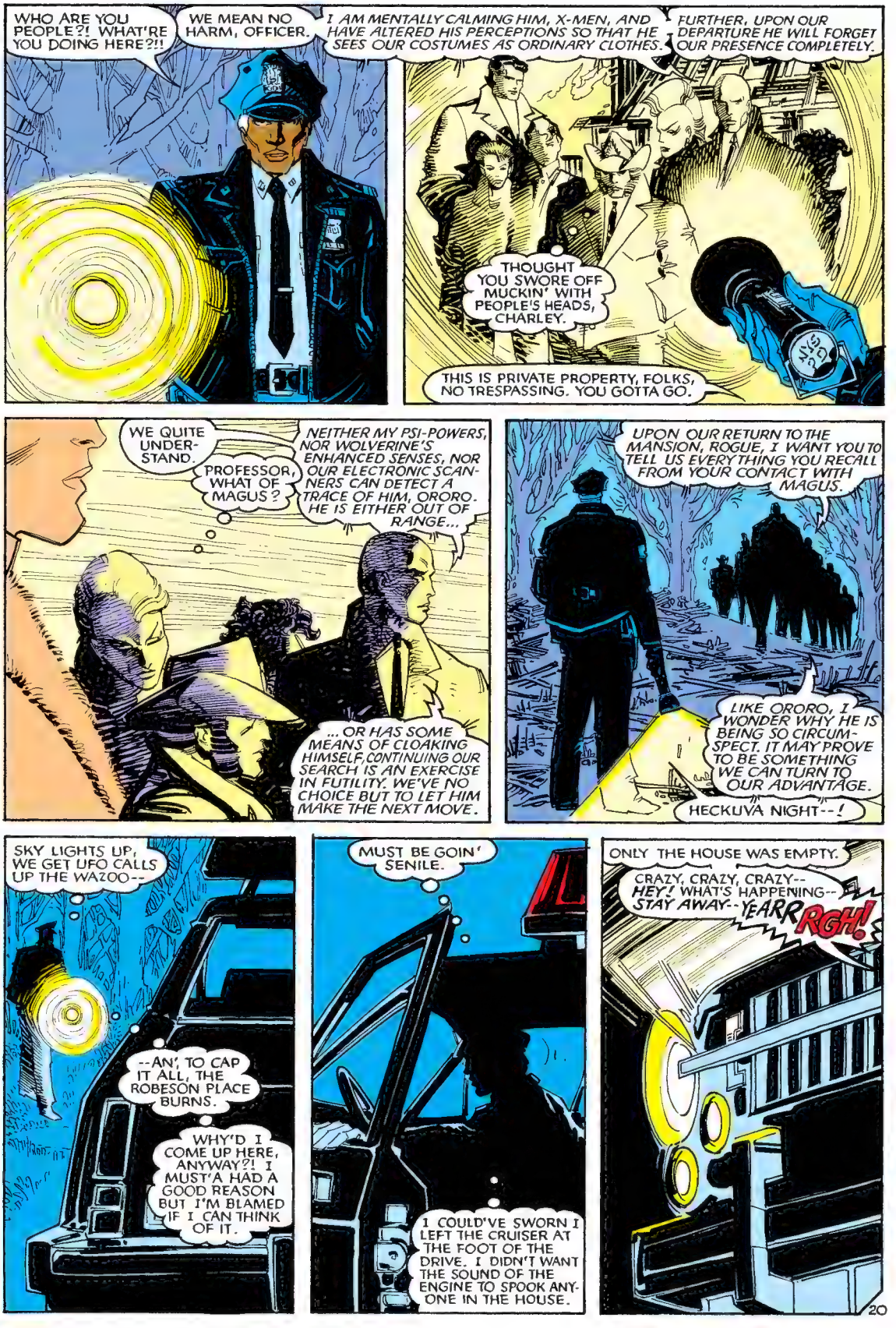
I'VE NEVER TRIED TELEPORTING PART OF AN OBJECT. I'VE NO IDEA OF WHAT THAT'LL DO-- TO HIM OR ME.
BAMF
BUT I'M ABOUT TO LEARN.


AS AWFUL AS MAGUS FELT WHEN ROGUE TORE APART HIS ARM...
...THIS IS IN-FINITELY WORSE. NIGHTCRAWLER'S PLOY HAS THE DESIRED EFFECT.
MAGUS' CAPTIVE IS RELEASED.


GOTCHA, BIG BOY.
NIGHTY--?!
I'M ALIVE, ROGUE.
BEYOND THAT, ALL BETS ARE OFF. MY ONLY CONSOLATION...
...IS THAT MAGUS IS HOPEFULLY IN THE SAME SHAPE.
THEN I MIGHT BE ABLE TO TAKE HIM--
--IF NOT ONE WAY, THEN THE OTHER FOR SURE.
WHAT--? ROGUE, NO! WAIT!!
"HE'S ALIEN! IF YOU TOUCH HIM-- IF YOU USE YOUR POWER-- THE PROCESS MIGHT NOT BE REVERSIBLE!!!"
MY RISK, ELF.
HA!
MISSED ME, SLOWPOKE!
MAYBE NIGHTY WAS RIGHT ABOUT A SEVENTH SENSE.
I KIND'A KNEW WHERE AN' WHEN AN' HOW MAGUS WAS GONNA MAKE HIS MOVE.
IT'S NOT A CONSCIOUS THING, IT'S MORE LIKE INSTINCT. I REACT AUTOMATICALLY, AN' FAST AS LIGHTNIN'!
WHATEVER YOU ARE, YOU BLESSED LITTLE TALENT, DON'T FAIL ME NOW!
MAGUS GLOWED A LOT MORE BRIGHTLY THE FIRST TIME WE TUSSLED.
HE'S BEEN BURNIN' A LOT OF ENERGY FIGHTIN' US-- AN' HIS INJURIES PROB'LY COST HIM, TOO.
YOU CALLED IT PERFECTLY, ELF-- MAGUS IS HURTING BAD-- AN' HE'S VULNERABLE!


POOR BOY, YOU DON'T LOOK AT ALL WELL.
HOW'S ABOUT AH GIVE YOU THE KISS OF LIFE!
ROGUE'S MUTANT TALENT IS TO ABSORB --TEMPORARILY-- THE MIND AND ABILITIES OF WHOSOEVER SHE TOUCHES, THEREBY RENDERING THAT PERSON COMATOSE. IN ESSENCE, SHE BECOMES THEM AND THEY-- EXCEPT IN THE MOST BASIC PHYSICAL SENSE --CEASE TO EXIST.
MAGUS, UNFORTUNATELY, IS TOO POWERFUL AND IN HIS CASE, ALTHOUGH THE TRANSFERAL IS PARTIALLY SUCCESSFUL...
... IT IS ROGUE...
...WHOSE EXISTENCE IS IN CONSIDERABLE DOUBT.
ROGUE!
THAT SILLY, STUPID GIRL-- WHAT HAS SHE DONE?!!
THOUGHTS-- AIOWWWCH-- PERCEPTIONS... WILDLY DIFFERENT-- FANTASTIC!
THROUGH MAGUS-- I HAVE ACCESS TO... ENTIRE UNIVERSE!
ARE YOU ALL RIGHT?! ROGUE, YOU'VE BECOME LIKE WARLOCK--!
SYSTEMS ANALYSIS INDICATES SELF-CONDITION TRANSITORY.
YOU SOUND LIKE A MACHINE.
NIGHTCRAWLER, THE THINGS SELF IS EXPERIENCING-- THAT SELF LEARNED FROM MAGUS-- IT'S BEYOND BELIEF!
WELL, PERHAPS THAT'LL BETTER ENABLE US TO COMBAT HIM-- BUT IT IN NO WAY JUSTIFIES WHAT YOU DID!
I LEAD THE X-MEN.
THAT MEANS YOU DO AS I SAY.
MY FRIENDS, WE HAVE A PROBLEM.
EH?
Oh.

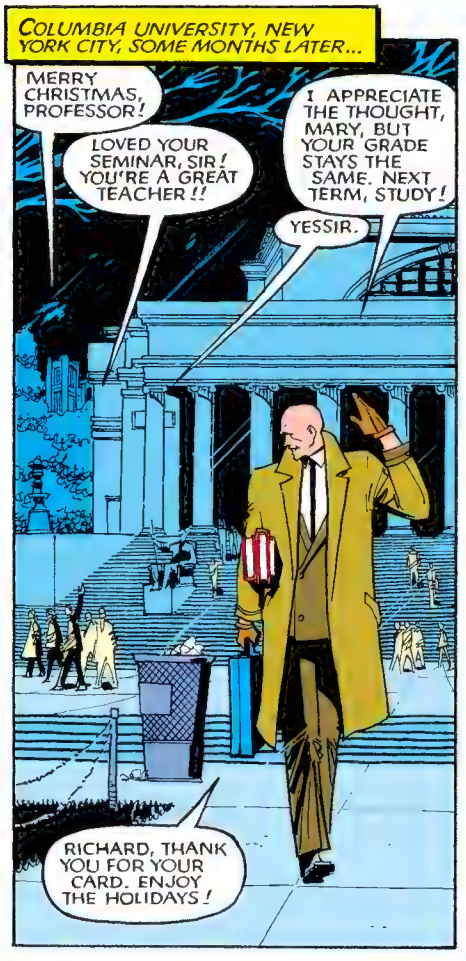

FOOLS, YOU ARE AS NOTHING TO ME.
I COULD TEAR YOUR PUNY STAR IN HALF WITH MY BARE HANDS.
BUT YOU FOUGHT WELL. YOUR COURAGE AMUSES ME. YOUR EXISTENCE MAY THEREFORE CONTINUE.
BE WARNED, HOWEVER-- EVEN MY PATIENCE HAS LIMITS. DELIVER WARLOCK TO ME--QUICKLY--
--OR YOUR WORLD WILL SUFFER THE CONSEQUENCES.
LATER...
... AFTER NIGHTCRAWLER SUMMONS REENFORCEMENTS...
IF MAGUS IS TRULY AS AWESOME AS HE BOASTS...
...WHY THREATEN? WHY NOT SIMPLY DESTROY US?
YOU THINK HE'S RUNNING A BLUFF, ORORO?
YOU ARE THE TEAM LEADER, KURT. YOU TELL ME.
LEADER-- WHAT A JOKE!
I DIDN'T EVEN HAVE SENSE ENOUGH TO LEAVE SOMEONE TO KEEP WATCH ON MAGUS WHILE WE CALLED YOU.
WHO, PAL? YOU WERE ALL PRETTY BASHED UP.
ODDS ARE, WE'D'VE RETURNED TO FIND ANOTHER CIRCUITRY STATUE, A NEEDLESS SACRIFICE. YOU MADE THE RIGHT DECISION.
YOU HELD YOUR OWN AGAINST 'IM AN' CAME THROUGH ALIVE, ELF-- NO MEAN FEAT.
I WAS LUCKY. THIS JOB SHOULD BE YOURS, MY FRIEND.
NO WAY. BEIN' BOSS AIN'T MY STYLE.
X-MEN, ALERT-- AN INTRUDER!
FREEZE!
NOBODY MOVE-- OR I'LL SHOOT!

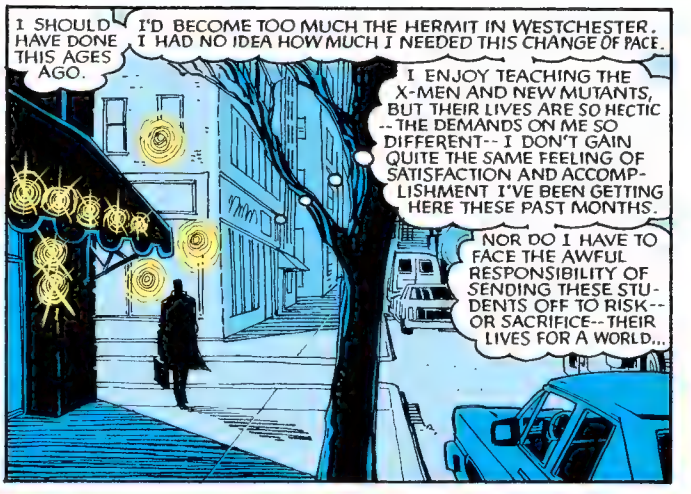

WHO ARE YOU PEOPLE?! WHAT'RE YOU DOING HERE?!!
WE MEAN NO HARM, OFFICER.
I AM MENTALLY CALMING HIM, X-MEN, AND HAVE ALTERED HIS PERCEPTIONS SO THAT HE SEES OUR COSTUMES AS ORDINARY CLOTHES.
FURTHER, UPON OUR DEPARTURE HE WILL FORGET OUR PRESENCE COMPLETELY.
THOUGHT YOU SWORE OFF MUCKIN' WITH PEOPLE'S HEADS, CHARLEY.
THIS IS PRIVATE PROPERTY, FOLKS, NO TRESPASSING. YOU GOTTA GO.
WE QUITE UNDER-STAND.
PROFESSOR, WHAT OF MAGUS?
NEITHER MY PSI-POWERS, NOR WOLVERINE'S ENHANCED SENSES, NOR OUR ELECTRONIC SCAN-NERS CAN DETECT A TRACE OF HIM, ORORO. HE IS EITHER OUT OF RANGE...
... OR HAS SOME MEANS OF CLOAKING HIMSELF. CONTINUING OUR SEARCH IS AN EXERCISE IN FUTILITY. WE'VE NO CHOICE BUT TO LET HIM MAKE THE NEXT MOVE.
UPON OUR RETURN TO THE MANSION, ROGUE, I WANT YOU TO TELL US EVERYTHING YOU RECALL FROM YOUR CONTACT WITH MAGUS.
LIKE ORORO, I WONDER WHY HE IS BEING SO CIRCUM-SPECT. IT MAY PROVE TO BE SOMETHING WE CAN TURN TO OUR ADVANTAGE.
HECKUVA NIGHT--!
SKY LIGHTS UP, WE GET UFO CALLS UP THE WAZOO--
--AN', TO CAP IT ALL, THE ROBESON PLACE BURNS.
WHY'D I COME UP HERE, ANYWAY?! I MUST'A HAD A GOOD REASON BUT I'M BLAMED IF I CAN THINK OF IT.
MUST BE GOIN' SENILE.
I COULD'VE SWORN I LEFT THE CRUISER AT THE FOOT OF THE DRIVE. I DIDN'T WANT THE SOUND OF THE ENGINE TO SPOOK ANY-ONE IN THE HOUSE.
ONLY THE HOUSE WAS EMPTY.
CRAZY, CRAZY, CRAZY--
HEY! WHAT'S HAPPENING--
STAY AWAY--YEARR
RGH!

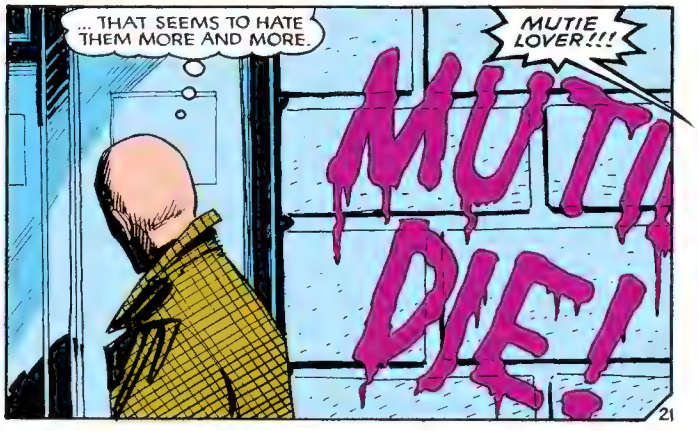
TRULY, THIS ORB IS EXCEPTIONAL. NEVER HAVE MY SENSORS ENCOUNTERED SUCH A CONFLUENCE OF MAJOR CELESTIAL FORCES AND ENTITIES. AND THE INHABITANTS OF THIS WORLD ARE NO LESS FORMIDABLE--
--IN THEIR RECENT PAST, THEY HAVE DEFEATED GALACTUS!

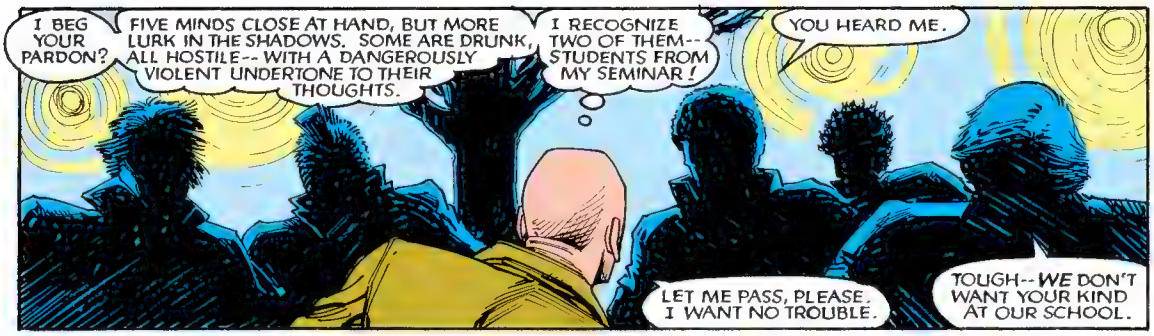
AND, TONIGHT, THE X-MEN CAME VERY CLOSE TO DOING THE SAME TO ME.
I MUST THEREFORE BE CIRCUMSPECT IN MY APPROACH TO WARLOCK. TO DISGUISE MYSELF, I WILL ASSUME A HUMAN FORM.
HE HAS ALLIED HIMSELF WITH THESE MUTANTS. THEIR STRENGTH AND COURAGE AND INTELLIGENCE HAVE PROVEN MOST IMPRESSIVE. I WILL NOT UNDERESTIMATE THEM AGAIN.

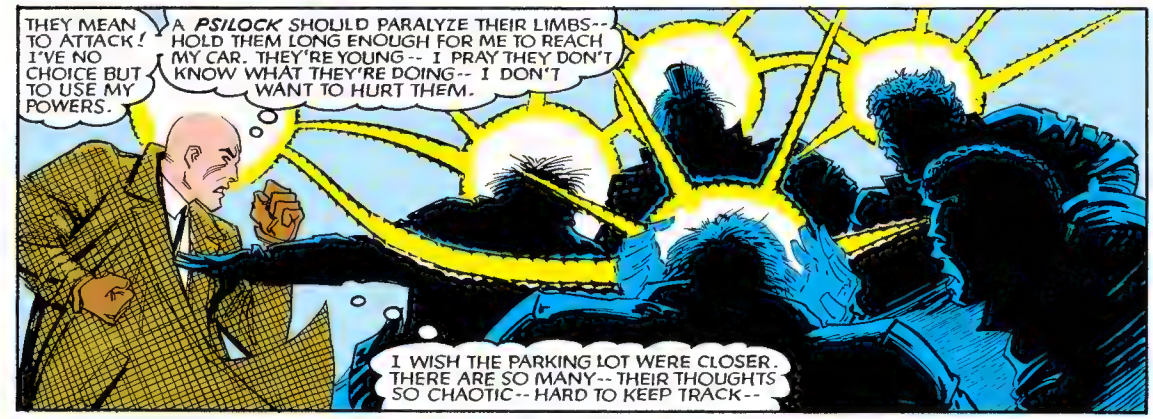
YOU HAVE CHOSEN YOUR COMPANIONS WELL, MY SON, AND IN THE PROCESS AFFORDED ME A MOST GLORIOUS HUNT--A TRUE TEST OF SKILL AND CHARACTER, AND OF MY RIGHT TO RULE.
I AM PROUD OF YOU.
DEER CROSSING
BUT YOUR EFFORTS, ALTHOUGH ADMIRABLE, WILL BE FOR NAUGHT. YOU WILL NOT ESCAPE AGAIN. IN THE END, I SHALL TRIUMPH-- AND YOU, DIE.


COLUMBIA UNIVERSITY, NEW YORK CITY, SOME MONTHS LATER...
MERRY CHRISTMAS, PROFESSOR!
LOVED YOUR SEMINAR, SIR! YOU'RE A GREAT TEACHER!!
I APPRECIATE THE THOUGHT, MARY, BUT YOUR GRADE STAYS THE SAME. NEXT TERM, STUDY!
YESSIR.
RICHARD, THANK YOU FOR YOUR CARD. ENJOY THE HOLIDAYS!


I SHOULD HAVE DONE THIS AGES AGO.
I'D BECOME TOO MUCH THE HERMIT IN WESTCHESTER. I HAD NO IDEA HOW MUCH I NEEDED THIS CHANGE OF PACE.
I ENJOY TEACHING THE X-MEN AND NEW MUTANTS, BUT THEIR LIVES ARE SO HECTIC--THE DEMANDS ON ME SO DIFFERENT-- I DON'T GAIN QUITE THE SAME FEELING OF SATISFACTION AND ACCOMPLISHMENT I'VE BEEN GETTING HERE THESE PAST MONTHS.
NOR DO I HAVE TO FACE THE AWFUL RESPONSIBILITY OF SENDING THESE STUDENTS OFF TO RISK--OR SACRIFICE--THEIR LIVES FOR A WORLD...


... THAT SEEMS TO HATE THEM MORE AND MORE.
MUTIE LOVER!!!
MUTI
DIE!

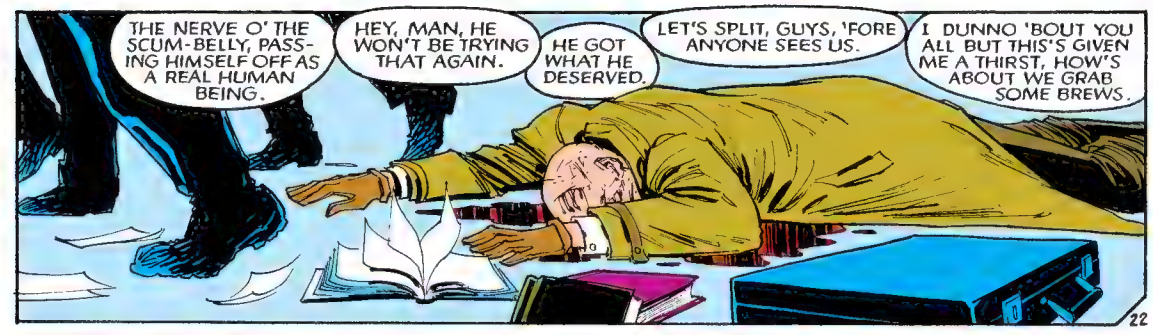

I BEG YOUR PARDON?
FIVE MINDS CLOSE AT HAND, BUT MORE LURK IN THE SHADOWS. SOME ARE DRUNK, ALL HOSTILE-- WITH A DANGEROUSLY VIOLENT UNDERTONE TO THEIR THOUGHTS.
I RECOGNIZE TWO OF THEM-- STUDENTS FROM MY SEMINAR!
YOU HEARD ME.
LET ME PASS, PLEASE. I WANT NO TROUBLE.
TOUGH--WE DON'T WANT YOUR KIND AT OUR SCHOOL.

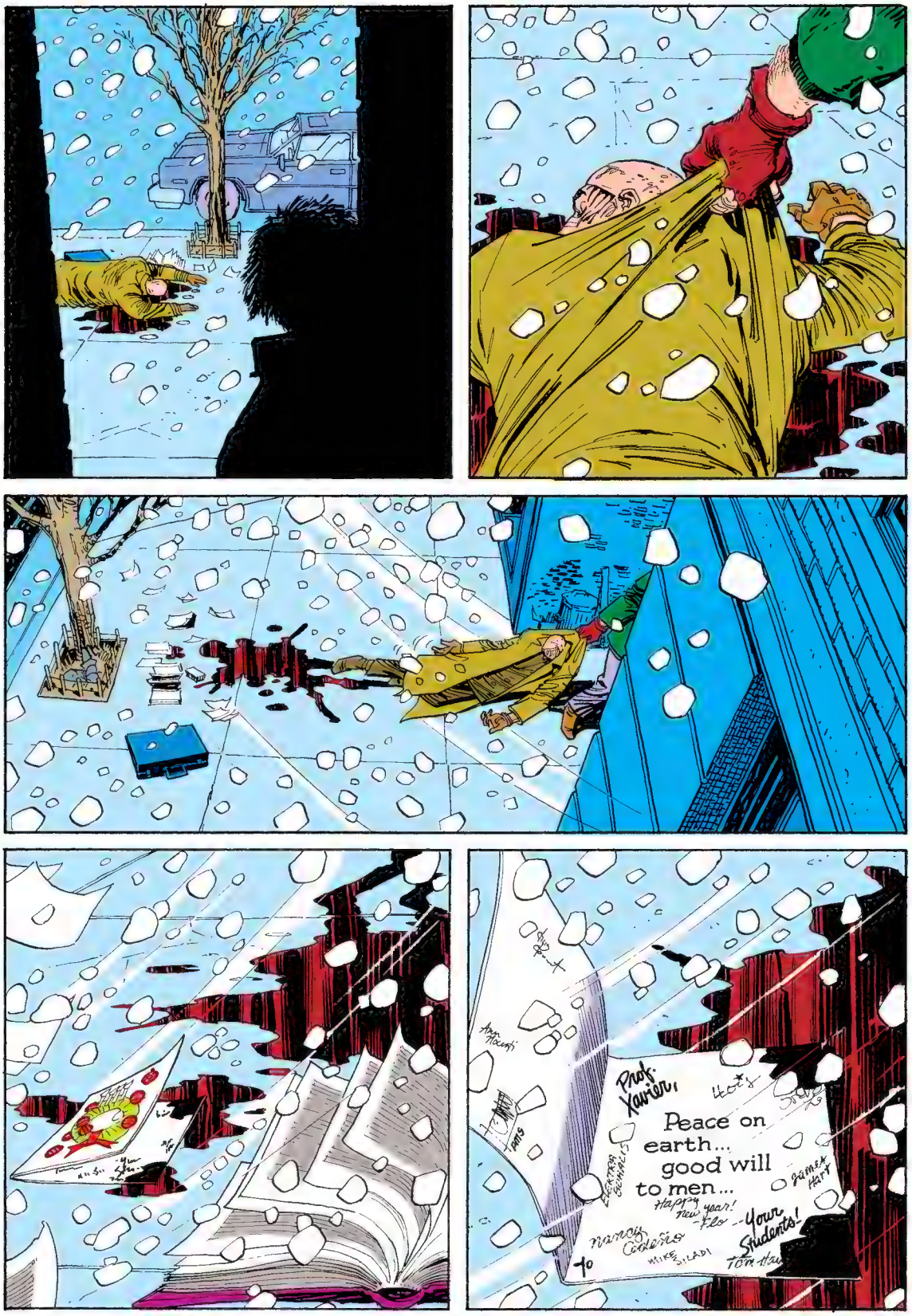

THEY MEAN TO ATTACK! I'VE NO CHOICE BUT TO USE MY POWERS.
A PSILOCK SHOULD PARALYZE THEIR LIMBS-- HOLD THEM LONG ENOUGH FOR ME TO REACH MY CAR. THEY'RE YOUNG-- I PRAY THEY DON'T KNOW WHAT THEY'RE DOING-- I DON'T WANT TO HURT THEM.
I WISH THE PARKING LOT WERE CLOSER. THERE ARE SO MANY-- THEIR THOUGHTS SO CHAOTIC-- HARD TO KEEP TRACK--

-- DID I SPOT THEM ALL, HAVE I FROZEN--
AIOWW!!

I COULDN'T MOVE! WUH-WHAT'D HE DO TO US?!
HE MUST BE ONE OF 'EM, THE PROF'S A MUTIE!

WASTE HIM!!

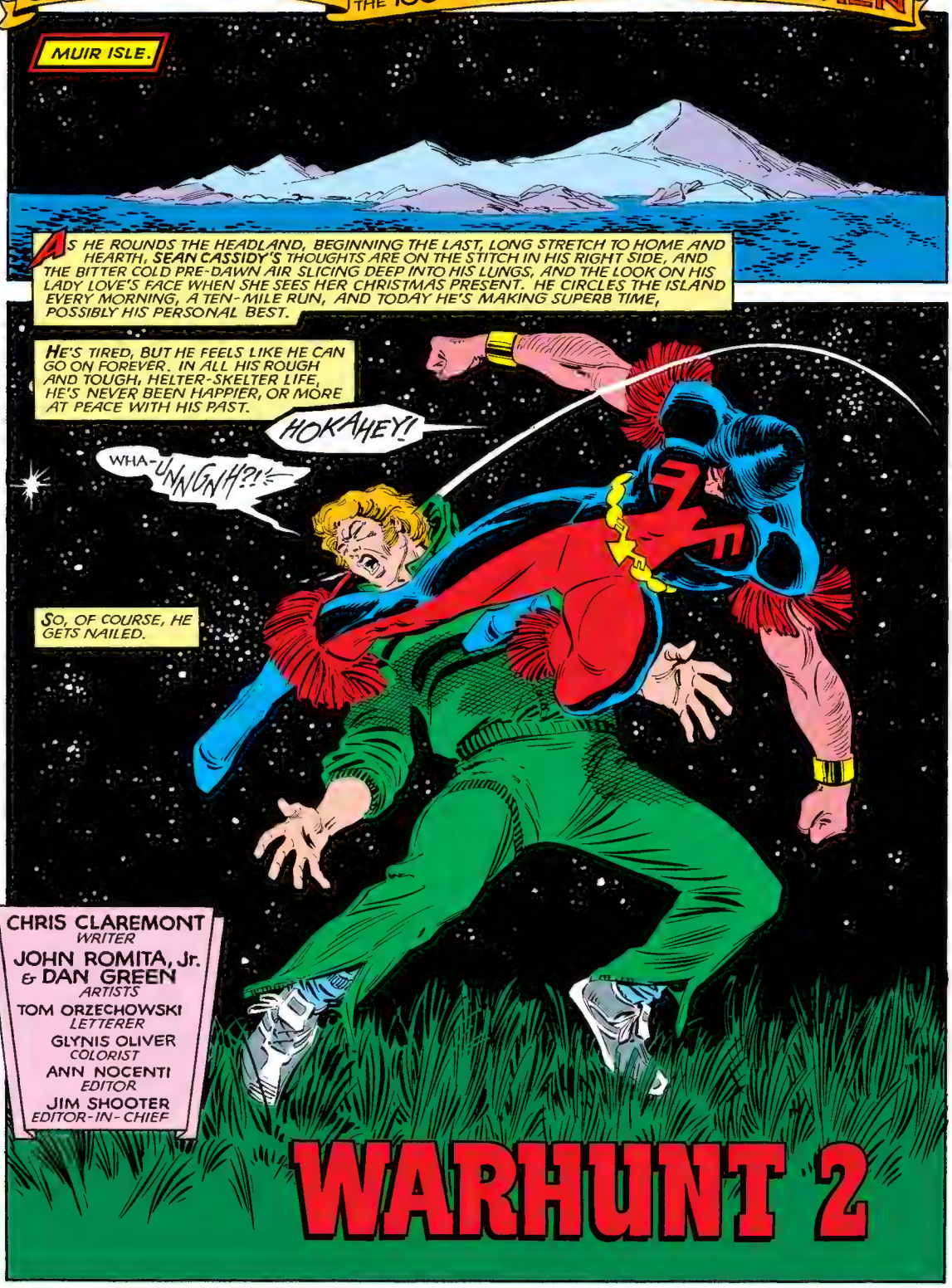

THE NERVE O' THE SCUM-BELLY, PASSING HIMSELF OFF AS A REAL HUMAN BEING.
HEY, MAN, HE WON'T BE TRYING THAT AGAIN.
HE GOT WHAT HE DESERVED.
LET'S SPLIT, GUYS, 'FORE ANYONE SEES US.
I DUNNO 'BOUT YOU ALL BUT THIS'S GIVEN ME A THIRST, HOW'S ABOUT WE GRAB SOME BREWS.



NEXT: THE 100th ISSUE OF THE NEW X-MEN-- WARHUNT II

MARVEL
special double-sized issue
X-MEN
© 1985 MARVEL COMICS GROUP
TM
$1.25
193
MAY
02461
APPROVED BY THE COMICS CODE AUTHORITY
GALA 100TH ANNIVERSARY ISSUE OF THE ALL-NEW-ALL-DIFFERENT X-MEN!
JRJRDG84

STAN LEE PROUDLY PRESENTS THE 100th ISSUE OF THE 'NEW' UNCANNY X-MEN


MUIR ISLE.
AS HE ROUNDS THE HEADLAND, BEGINNING THE LAST, LONG STRETCH TO HOME AND HEARTH, SEAN CASSIDY'S THOUGHTS ARE ON THE STITCH IN HIS RIGHT SIDE, AND THE BITTER COLD PRE-DAWN AIR SLICING DEEP INTO HIS LUNGS, AND THE LOOK ON HIS LADY LOVE'S FACE WHEN SHE SEES HER CHRISTMAS PRESENT. HE CIRCLES THE ISLAND EVERY MORNING, A TEN-MILE RUN, AND TODAY HE'S MAKING SUPERB TIME, POSSIBLY HIS PERSONAL BEST.
HE'S TIRED, BUT HE FEELS LIKE HE CAN GO ON FOREVER. IN ALL HIS ROUGH AND TOUGH, HELTER-SKELTER LIFE, HE'S NEVER BEEN HAPPIER, OR MORE AT PEACE WITH HIS PAST.
HOKAHEY!
WHA-UNNGH?!
SO, OF COURSE, HE GETS NAILED.

CHRIS CLAREMONT
WRITER

JOHN ROMITA, Jr. & DAN GREEN
ARTISTS

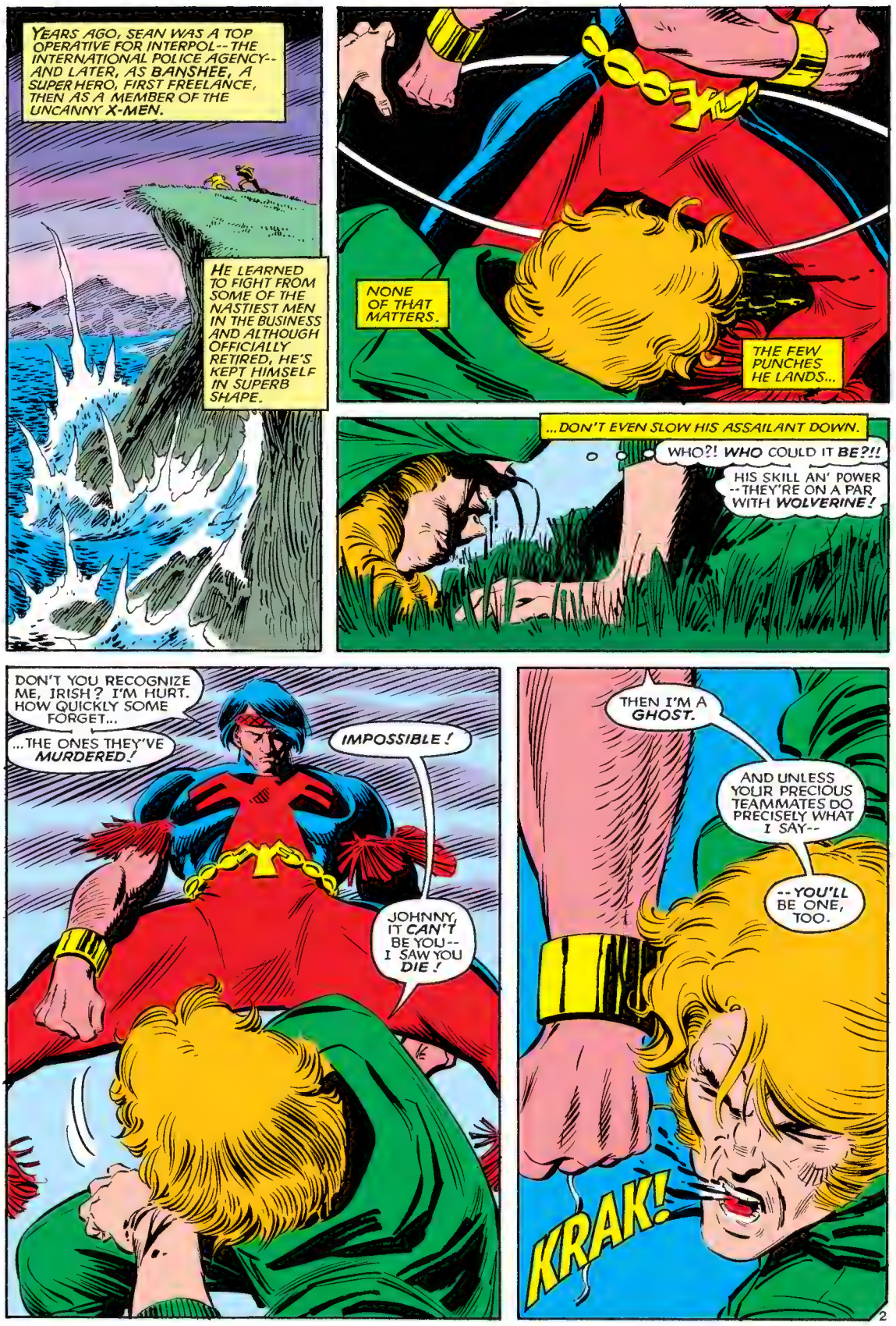
TOM ORZECHOWSKI
LETTERER

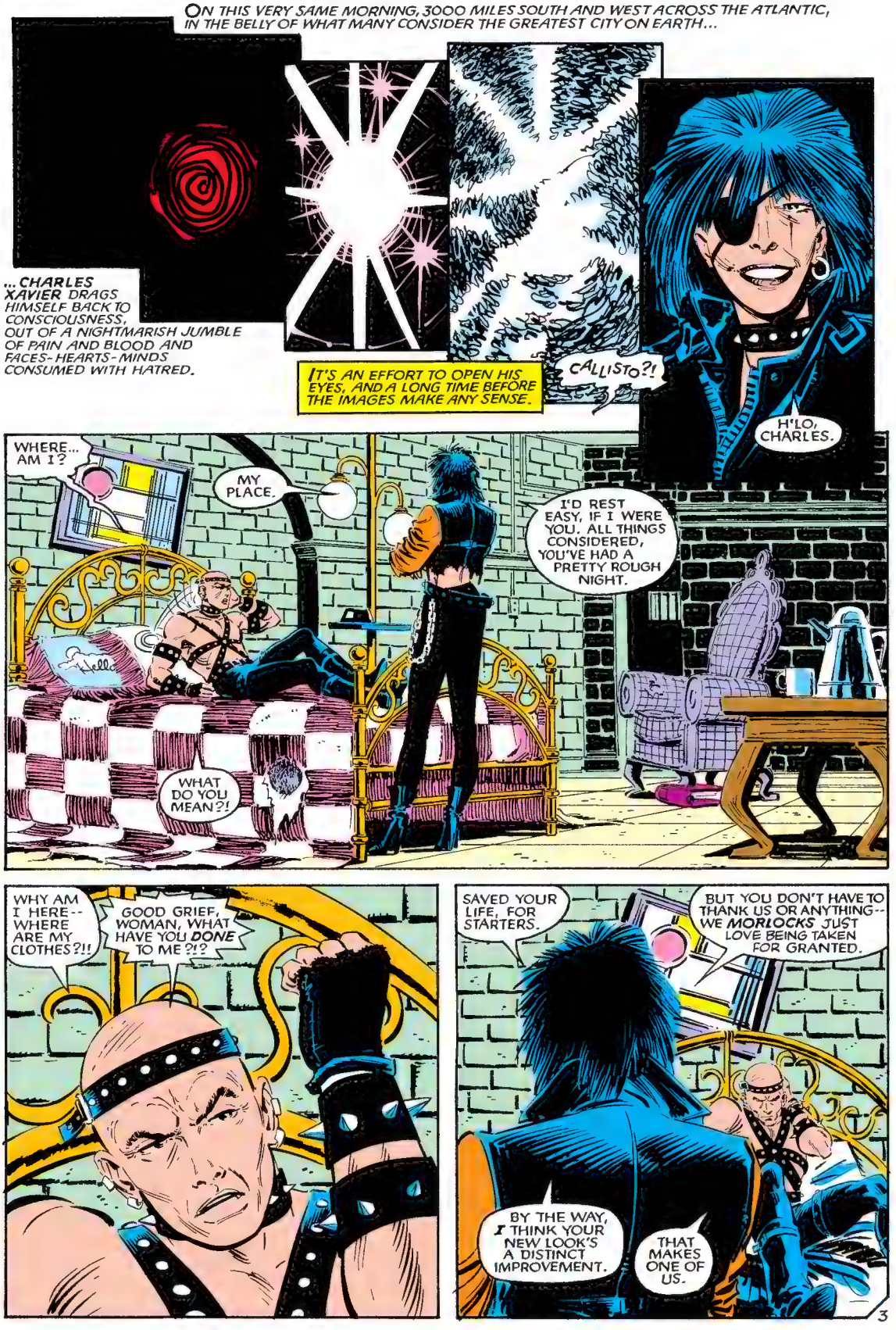
GLYNIS OLIVER
COLORIST

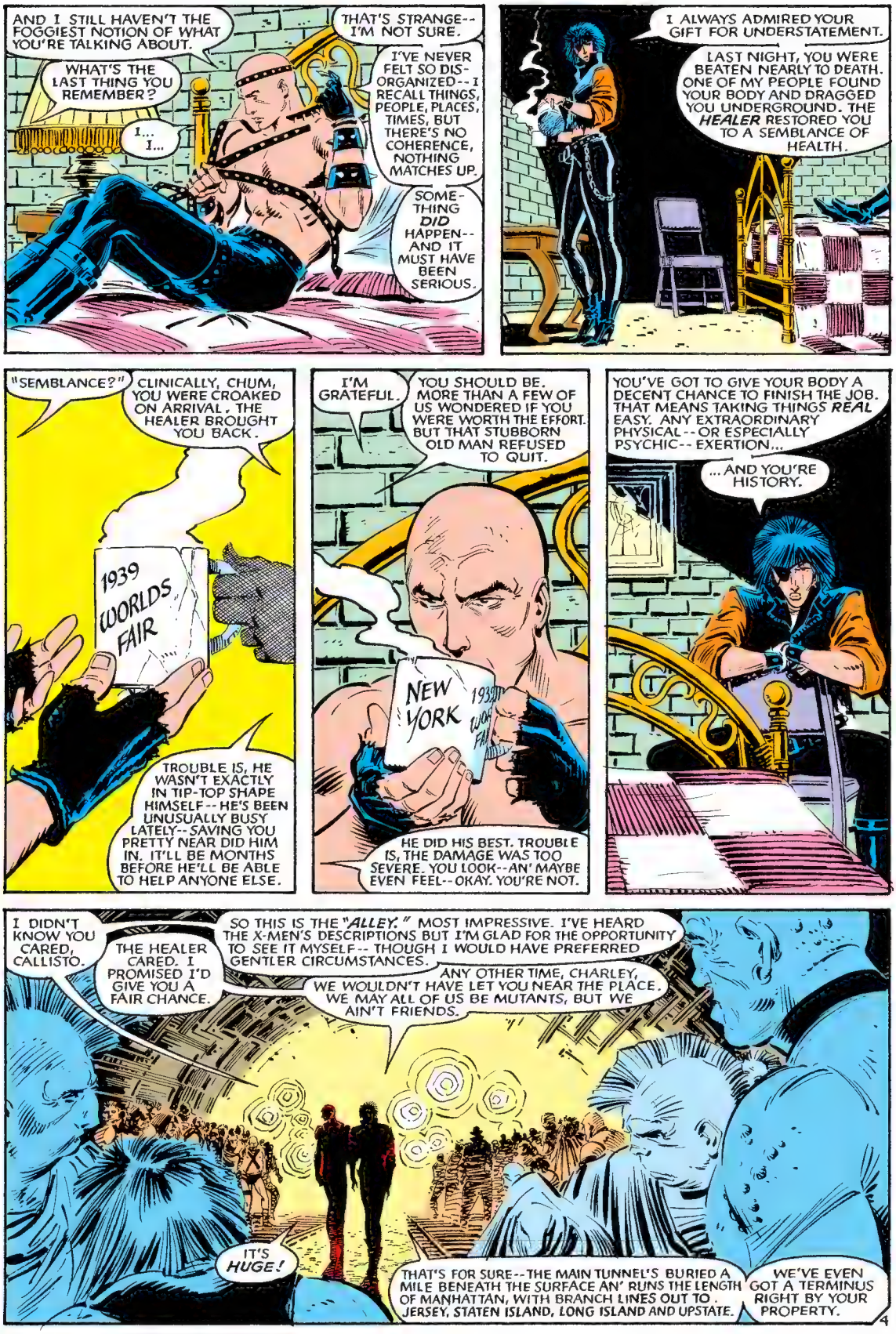
ANN NOCENTI
EDITOR

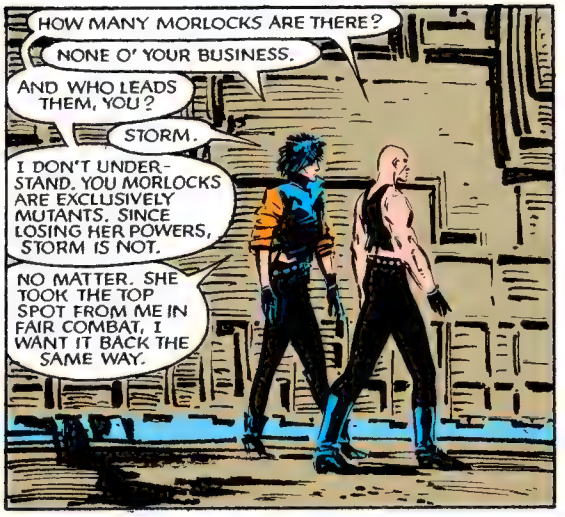
JIM SHOOTER
EDITOR-IN-CHIEF

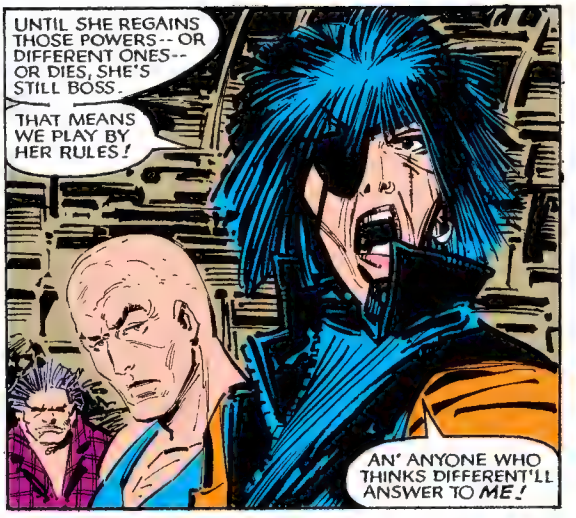
WARHUNT 2

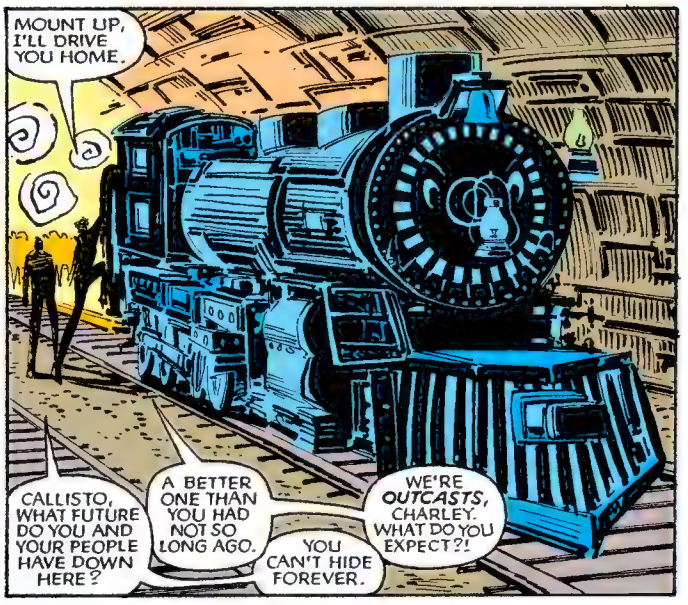

YEARS AGO, SEAN WAS A TOP OPERATIVE FOR INTERPOL--THE INTERNATIONAL POLICE AGENCY--AND LATER, AS BANSHEE, A SUPER HERO, FIRST FREELANCE, THEN AS A MEMBER OF THE UNCANNY X-MEN.
HE LEARNED TO FIGHT FROM SOME OF THE NASTIEST MEN IN THE BUSINESS AND ALTHOUGH OFFICIALLY RETIRED, HE'S KEPT HIMSELF IN SUPERB SHAPE.
NONE OF THAT MATTERS.
THE FEW PUNCHES HE LANDS...
...DON'T EVEN SLOW HIS ASSAILANT DOWN.
WHO?! WHO COULD IT BE?!!
HIS SKILL AN' POWER --THEY'RE ON A PAR WITH WOLVERINE!
DON'T YOU RECOGNIZE ME, IRISH? I'M HURT. HOW QUICKLY SOME FORGET...
...THE ONES THEY'VE MURDERED!
IMPOSSIBLE!
JOHNNY, IT CAN'T BE YOU-- I SAW YOU DIE!
THEN I'M A GHOST.
AND UNLESS YOUR PRECIOUS TEAMMATES DO PRECISELY WHAT I SAY--
--YOU'LL BE ONE, TOO.
KRAK!


ON THIS VERY SAME MORNING, 3000 MILES SOUTH AND WEST ACROSS THE ATLANTIC, IN THE BELLY OF WHAT MANY CONSIDER THE GREATEST CITY ON EARTH...
...CHARLES XAVIER DRAGS HIMSELF BACK TO CONSCIOUSNESS, OUT OF A NIGHTMARISH JUMBLE OF PAIN AND BLOOD AND FACES-HEARTS-MINDS CONSUMED WITH HATRED.
IT'S AN EFFORT TO OPEN HIS EYES, AND A LONG TIME BEFORE THE IMAGES MAKE ANY SENSE.
CALLISTO?!
H'LO, CHARLES.
WHERE... AM I?
MY PLACE.
I'D REST EASY, IF I WERE YOU. ALL THINGS CONSIDERED, YOU'VE HAD A PRETTY ROUGH NIGHT.
WHAT DO YOU MEAN?!
WHY AM I HERE-- WHERE ARE MY CLOTHES?!!
GOOD GRIEF, WOMAN, WHAT HAVE YOU DONE TO ME?!?
SAVED YOUR LIFE, FOR STARTERS.
BUT YOU DON'T HAVE TO THANK US OR ANYTHING-- WE MORLOCKS JUST LOVE BEING TAKEN FOR GRANTED.
BY THE WAY, I THINK YOUR NEW LOOK'S A DISTINCT IMPROVEMENT.
THAT MAKES ONE OF US.

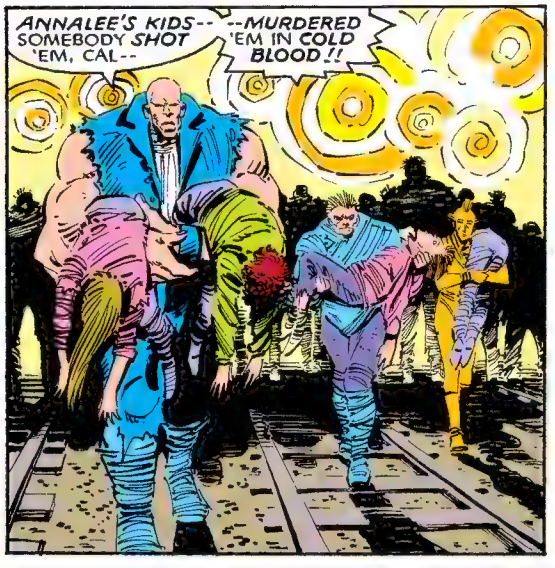

AND I STILL HAVEN'T THE FOGGIEST NOTION OF WHAT YOU'RE TALKING ABOUT.
THAT'S STRANGE--I'M NOT SURE.
WHAT'S THE LAST THING YOU REMEMBER?
I'VE NEVER FELT SO DISORGANIZED--I RECALL THINGS, PEOPLE, PLACES, TIMES, BUT THERE'S NO COHERENCE, NOTHING MATCHES UP.
I... I...
SOMETHING DID HAPPEN--AND IT MUST HAVE BEEN SERIOUS.
I ALWAYS ADMIRED YOUR GIFT FOR UNDERSTATEMENT.
LAST NIGHT, YOU WERE BEATEN NEARLY TO DEATH. ONE OF MY PEOPLE FOUND YOUR BODY AND DRAGGED YOU UNDERGROUND. THE HEALER RESTORED YOU TO A SEMBLANCE OF HEALTH.
"SEMBLANCE?"
CLINICALLY, CHUM, YOU WERE CROAKED ON ARRIVAL. THE HEALER BROUGHT YOU BACK.
1939 WORLDS FAIR
TROUBLE IS, HE WASN'T EXACTLY IN TIP-TOP SHAPE HIMSELF--HE'S BEEN UNUSUALLY BUSY LATELY--SAVING YOU PRETTY NEAR DID HIM IN. IT'LL BE MONTHS BEFORE HE'LL BE ABLE TO HELP ANYONE ELSE.
I'M GRATEFUL.
YOU SHOULD BE. MORE THAN A FEW OF US WONDERED IF YOU WERE WORTH THE EFFORT. BUT THAT STUBBORN OLD MAN REFUSED TO QUIT.
NEW YORK
HE DID HIS BEST. TROUBLE IS, THE DAMAGE WAS TOO SEVERE. YOU LOOK--AN' MAYBE EVEN FEEL--OKAY. YOU'RE NOT.
YOU'VE GOT TO GIVE YOUR BODY A DECENT CHANCE TO FINISH THE JOB. THAT MEANS TAKING THINGS REAL EASY. ANY EXTRAORDINARY PHYSICAL--OR ESPECIALLY PSYCHIC--EXERTION...
...AND YOU'RE HISTORY.
I DIDN'T KNOW YOU CARED, CALLISTO.
THE HEALER CARED. I PROMISED I'D GIVE YOU A FAIR CHANCE.
SO THIS IS THE "ALLEY." MOST IMPRESSIVE. I'VE HEARD THE X-MEN'S DESCRIPTIONS BUT I'M GLAD FOR THE OPPORTUNITY TO SEE IT MYSELF--THOUGH I WOULD HAVE PREFERRED GENTLER CIRCUMSTANCES.
ANY OTHER TIME, CHARLEY, WE WOULDN'T HAVE LET YOU NEAR THE PLACE. WE MAY ALL OF US BE MUTANTS, BUT WE AIN'T FRIENDS.
IT'S HUGE!
THAT'S FOR SURE--THE MAIN TUNNEL'S BURIED A MILE BENEATH THE SURFACE AN' RUNS THE LENGTH OF MANHATTAN, WITH BRANCH LINES OUT TO JERSEY, STATEN ISLAND, LONG ISLAND AND UPSTATE.
WE'VE EVEN GOT A TERMINUS RIGHT BY YOUR PROPERTY.


HOW MANY MORLOCKS ARE THERE?
NONE O' YOUR BUSINESS.
AND WHO LEADS THEM, YOU?
STORM.
I DON'T UNDERSTAND. YOU MORLOCKS ARE EXCLUSIVELY MUTANTS. SINCE LOSING HER POWERS, STORM IS NOT.
NO MATTER. SHE TOOK THE TOP SPOT FROM ME IN FAIR COMBAT. I WANT IT BACK THE SAME WAY.


UNTIL SHE REGAINS THOSE POWERS-- OR DIFFERENT ONES-- OR DIES, SHE'S STILL BOSS.
THAT MEANS WE PLAY BY HER RULES!
AN' ANYONE WHO THINKS DIFFERENT'LL ANSWER TO ME!

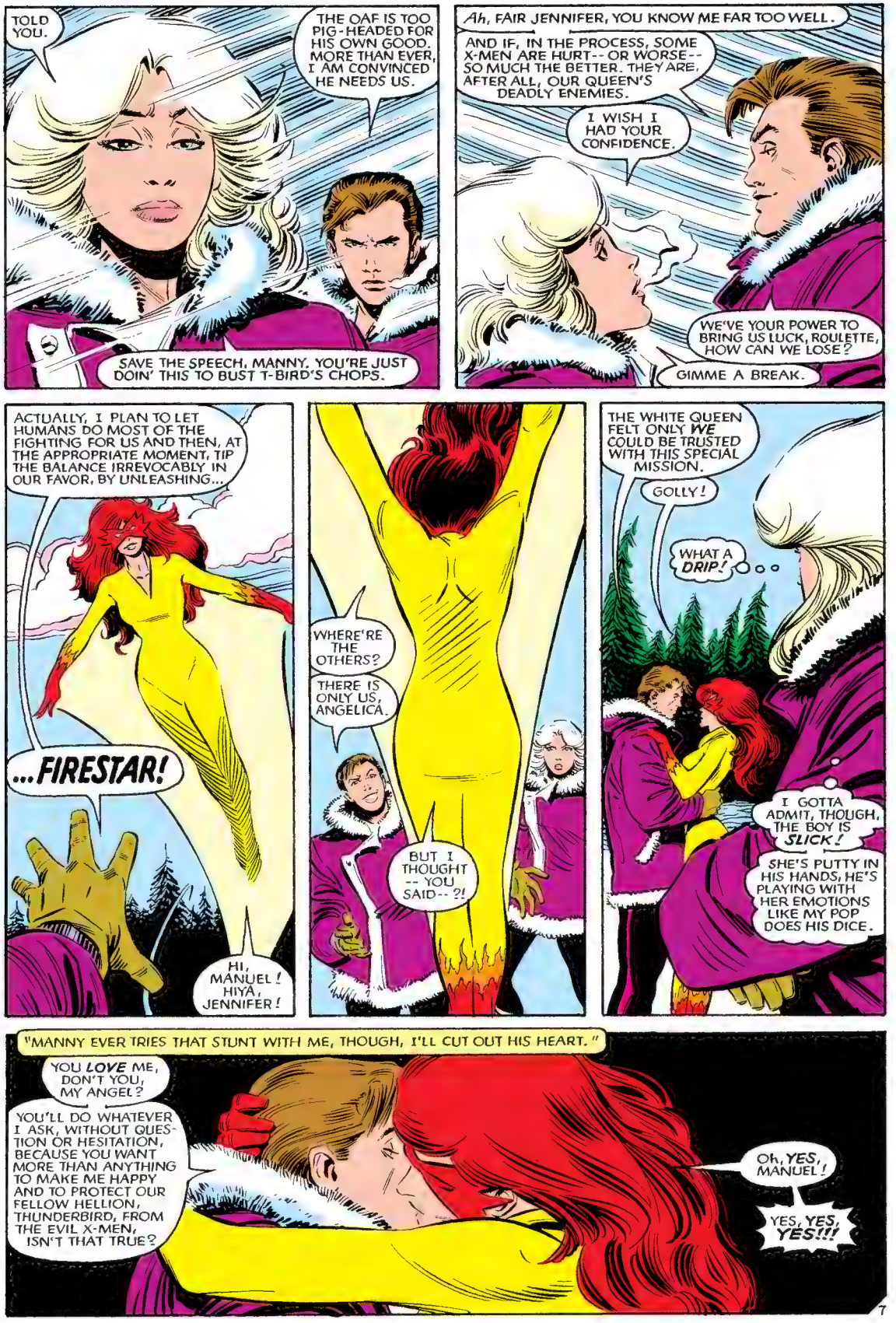

MOUNT UP, I'LL DRIVE YOU HOME.
CALLISTO, WHAT FUTURE DO YOU AND YOUR PEOPLE HAVE DOWN HERE?
A BETTER ONE THAN YOU HAD NOT SO LONG AGO.
YOU CAN'T HIDE FOREVER.
WE'RE OUTCASTS, CHARLEY. WHAT DO YOU EXPECT?!

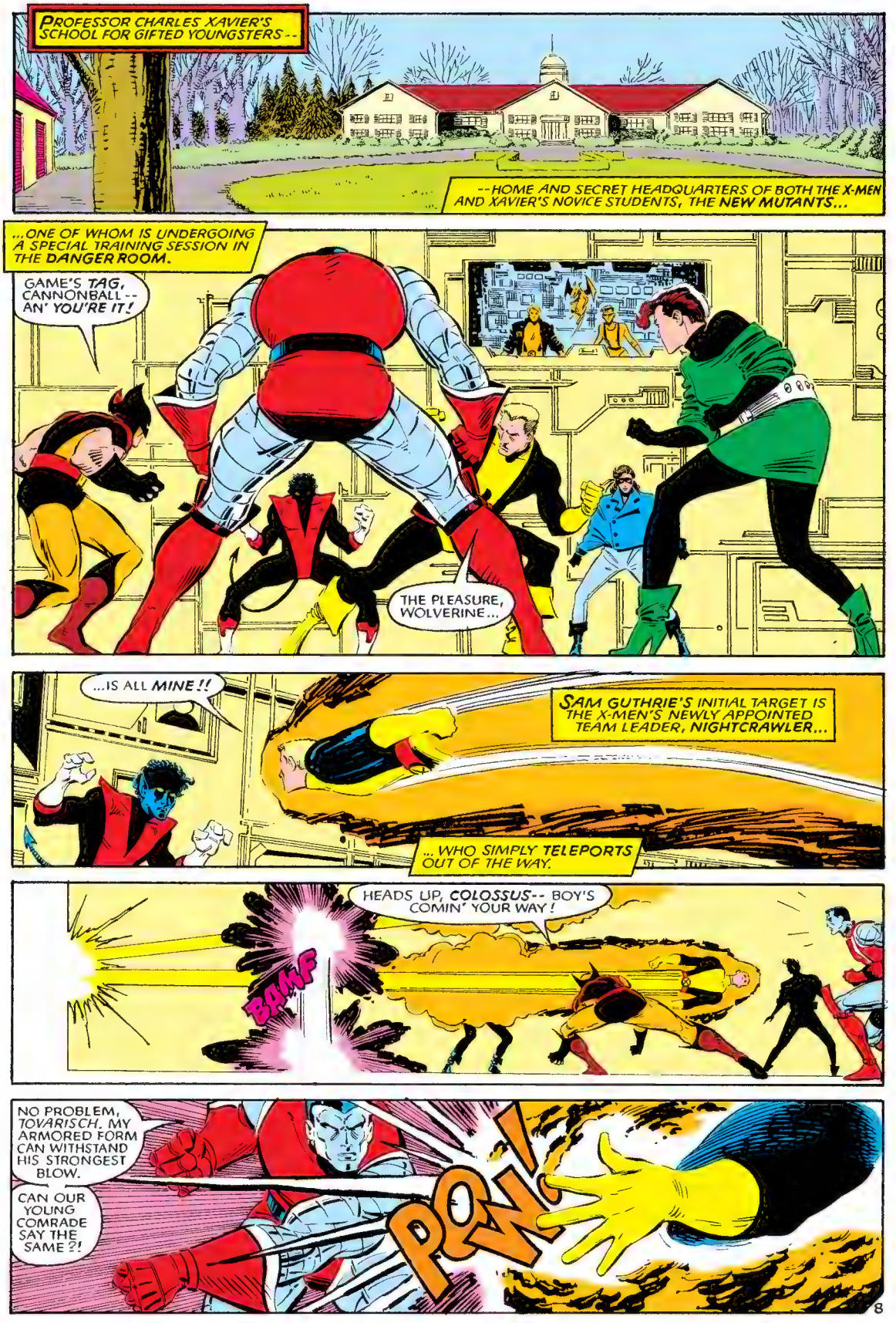
THEY WANT NO PART OF US ON THE SURFACE, THE FEELING'S MUTUAL.
I TRIED YOUR WAY, ONCE. I'VE GOT THE SCARS TO SHOW HOW DUMB A MISTAKE THAT WAS.
CALLISTO!
SUNDER--!?!


ANNALEE'S KIDS-- SOMEBODY SHOT 'EM, CAL--
--MURDERED 'EM IN COLD BLOOD!!

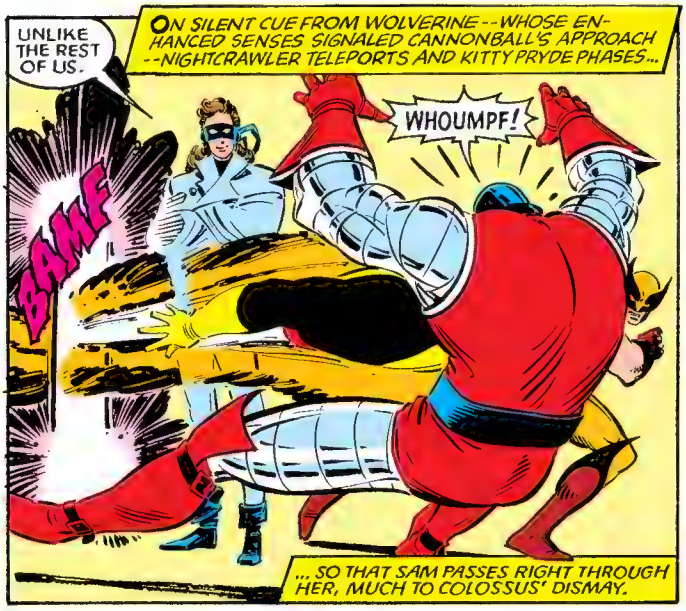
SEE, XAVIER-- SEE!
THAT'S THE REALITY OF A MUTANT'S EXISTENCE! WE'LL ALWAYS BE TARGETS-- EVEN BABIES WHO NEVER DID ANYONE HARM!
I GAVE MY WORD TO ORORO-- MORLOCKS'LL CO-EXIST WITH HUMANITY IN PEACE. BUT IF THEY WON'T LEAVE US ALONE, IF THEY START HUNTING US, IF THEY WANT A RACE WAR--
--THEN, BY ALL I HOLD HOLY, THEY'LL GET ONE!

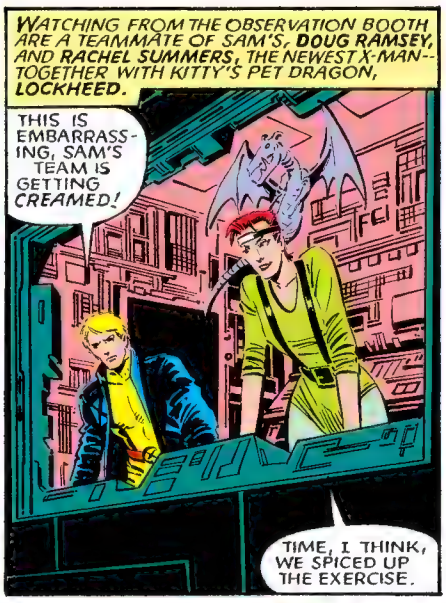
THE ROCKY MOUNTAINS, JUST WEST OF COLORADO SPRINGS...
I'M HERE, BIG BROTHER, LIKE I PROMISED.
SMUGGLING BANSHEE INTO THE COUNTRY WAS EASIER THAN I FIGURED.
TELL ME, IS THIS A PIECE OF THE PLANE YOU FLEW TO YOUR DOOM?
I REMEMBER WHEN XAVIER BROUGHT YOUR BODY HOME. HE TOLD OUR PARENTS THEY SHOULD BE PROUD OF YOU, THAT YOU'D DIED BRAVELY, AS AN APACHE SHOULD.
I TRIED TO TAKE YOUR PLACE, JOHN, BUT NOTHING I'VE DONE HAS MADE A DIFFERENCE.
THEY BREATHE, THEY EAT AND MOVE, BUT THERE'S NO MORE LIFE IN THEM. GRIEF HAS MADE THEM HOLLOW SHADOW-SELVES. BANSHEE COULD HAVE SPARED THEM THAT.
HE COULD HAVE SAVED YOU-- BUT HE DIDN'T.
IT'S XAVIER, THOUGH, WHO LURED YOU FROM YOUR FAMILY-- WITH HIS SNAKE'S TONGUE AND ACCURSED PSI-POWERS.
I BLAME HIM FOR YOUR DEATH...
... AND I MEAN TO MAKE HIM PAY!
THOSE SOUNDS-- I'M NOT ALONE--
--ROULETTE-- EMPATH?!!
SOME HIKE, JIMMY! WE THOUGHT WE'D NEVER CATCH YOU!
WHAT DO YOU WANT, WHY HAVE YOU COME?!
TO HELP, DUMMY.
SURELY, THUNDERBIRD, EVEN YOU ARE NOT STUPID ENOUGH TO BELIEVE YOU CAN DEAL WITH THE X-MEN BY YOURSELF.
WHAT I BELIEVE, SPANIARD...
... AND CHOOSE TO DO ABOUT IT, ARE MY CONCERNS, NO ONE ELSE'S.
WE ARE HELLIONS, COMPADRE, AND THEREFORE-- AS OUR ESTEEMED LADY MENTOR, THE WHITE QUEEN, IS SO FOND OF REMINDING US-- SUPPOSED TO LOOK AFTER OUR OWN.
THIS IS A PERSONAL MATTER BETWEEN ME AND XAVIER.
DON'T INTERFERE.

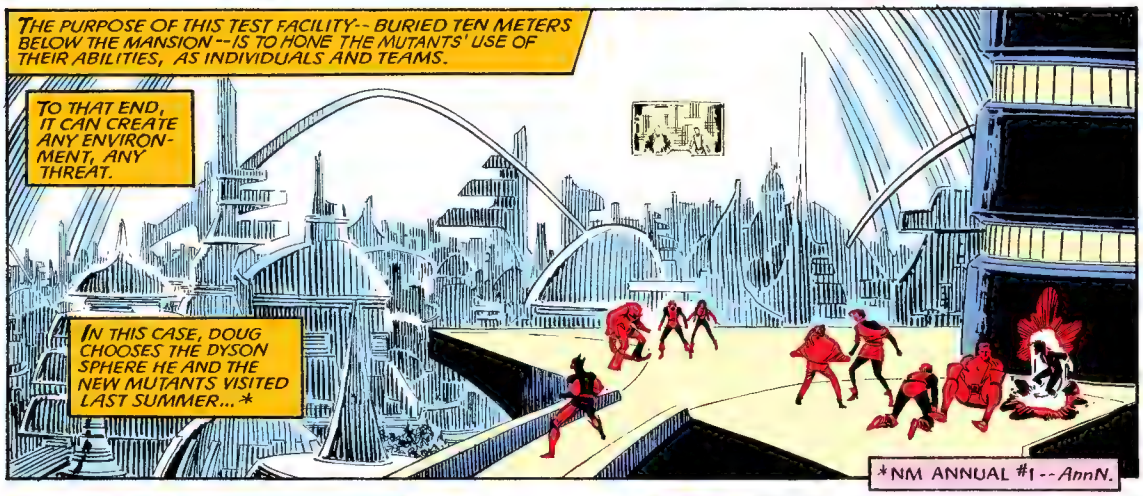

TOLD YOU.
THE OAF IS TOO PIG-HEADED FOR HIS OWN GOOD. MORE THAN EVER, I AM CONVINCED HE NEEDS US.
SAVE THE SPEECH, MANNY. YOU'RE JUST DOIN' THIS TO BUST T-BIRD'S CHOPS.
Ah, FAIR JENNIFER, YOU KNOW ME FAR TOO WELL.
AND IF, IN THE PROCESS, SOME X-MEN ARE HURT-- OR WORSE-- SO MUCH THE BETTER. THEY ARE, AFTER ALL, OUR QUEEN'S DEADLY ENEMIES.
I WISH I HAD YOUR CONFIDENCE.
WE'VE YOUR POWER TO BRING US LUCK, ROULETTE, HOW CAN WE LOSE?
GIMME A BREAK.
ACTUALLY, I PLAN TO LET HUMANS DO MOST OF THE FIGHTING FOR US AND THEN, AT THE APPROPRIATE MOMENT, TIP THE BALANCE IRREVOCABLY IN OUR FAVOR, BY UNLEASHING...
...FIRESTAR!
HI, MANUEL! HIYA, JENNIFER!
WHERE'RE THE OTHERS?
THERE IS ONLY US, ANGELICA.
BUT I THOUGHT -- YOU SAID-- ?!
THE WHITE QUEEN FELT ONLY WE COULD BE TRUSTED WITH THIS SPECIAL MISSION.
GOLLY!
WHAT A DRIP!
I GOTTA ADMIT, THOUGH, THE BOY IS SLICK!
SHE'S PUTTY IN HIS HANDS, HE'S PLAYING WITH HER EMOTIONS LIKE MY POP DOES HIS DICE.
"MANNY EVER TRIES THAT STUNT WITH ME, THOUGH, I'LL CUT OUT HIS HEART."
YOU LOVE ME, DON'T YOU, MY ANGEL?
YOU'LL DO WHATEVER I ASK, WITHOUT QUESTION OR HESITATION, BECAUSE YOU WANT MORE THAN ANYTHING TO MAKE ME HAPPY AND TO PROTECT OUR FELLOW HELLION, THUNDERBIRD, FROM THE EVIL X-MEN, ISN'T THAT TRUE?
Oh, YES, MANUEL!
YES, YES, YES!!!


PROFESSOR CHARLES XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS--
--HOME AND SECRET HEADQUARTERS OF BOTH THE X-MEN AND XAVIER'S NOVICE STUDENTS, THE NEW MUTANTS...
...ONE OF WHOM IS UNDERGOING A SPECIAL TRAINING SESSION IN THE DANGER ROOM.
GAME'S TAG, CANNONBALL-- AN' YOU'RE IT!
THE PLEASURE, WOLVERINE...
...IS ALL MINE!!
SAM GUTHRIE'S INITIAL TARGET IS THE X-MEN'S NEWLY APPOINTED TEAM LEADER, NIGHTCRAWLER...
... WHO SIMPLY TELEPORTS OUT OF THE WAY.
HEADS UP, COLOSSUS-- BOY'S COMIN' YOUR WAY!
BAMF
NO PROBLEM, TOVARISCH. MY ARMORED FORM CAN WITHSTAND HIS STRONGEST BLOW.
CAN OUR YOUNG COMRADE SAY THE SAME?!
POW!

FORTUNATELY, WHENEVER SAM BLASTS, HIS BODY BECOMES VIRTUALLY INVULNERABLE--
--ALTHOUGH HIS IMPACT WITH THE WALL...
...KNOCKS THE BREATH OUT OF HIM.
SURPRISINGLY, HE DOESN'T SEEM TO MIND.
PETER, YOU DOPE! TOUCHING CANNONBALL'S THE SAME AS BEING TAGGED!
NOW YOU'RE ON HIS SIDE!
I AM SORRY, KITTY.
NOT GOOD ENOUGH, BUB.
THIS MAY BE A GAME, BUT IN BATTLE...
...THAT KIND'A CARELESSNESS COULD COST...
...SOMEONE'S LIFE!
WOLVERINE--YOUR CLAWS--BE CAREF
WAIOWW?!?
TIMBERRR!
CRASH!
THE POOR DEAR LAD--HE FALL DOWN, GO BOOM!
SEEMS TO ME LIKE SOMEBODY HERE...
...REALLY AIN'T GOT THEIR MIND ON THEIR WORK...


UNLIKE THE REST OF US.
ON SILENT CUE FROM WOLVERINE--WHOSE ENHANCED SENSES SIGNALED CANNONBALL'S APPROACH--NIGHTCRAWLER TELEPORTS AND KITTY PRYDE PHASES...
BAMF
WHOUMPF!
... SO THAT SAM PASSES RIGHT THROUGH HER, MUCH TO COLOSSUS' DISMAY.

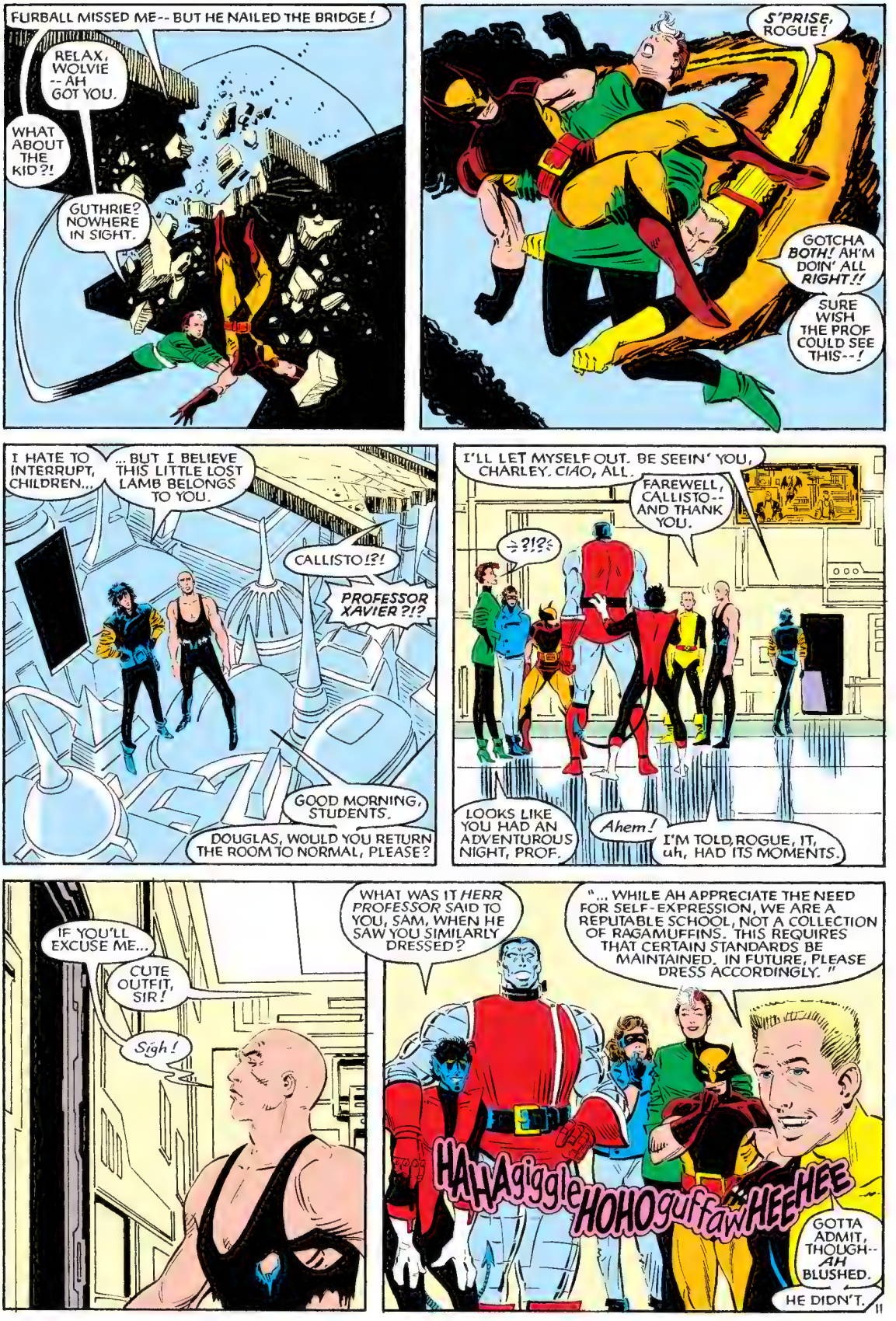

WATCHING FROM THE OBSERVATION BOOTH ARE A TEAMMATE OF SAM'S, DOUG RAMSEY, AND RACHEL SUMMERS, THE NEWEST X-MAN--TOGETHER WITH KITTY'S PET DRAGON, LOCKHEED.
THIS IS EMBARRASSING, SAM'S TEAM IS GETTING CREAMED!
TIME, I THINK, WE SPICED UP THE EXERCISE.

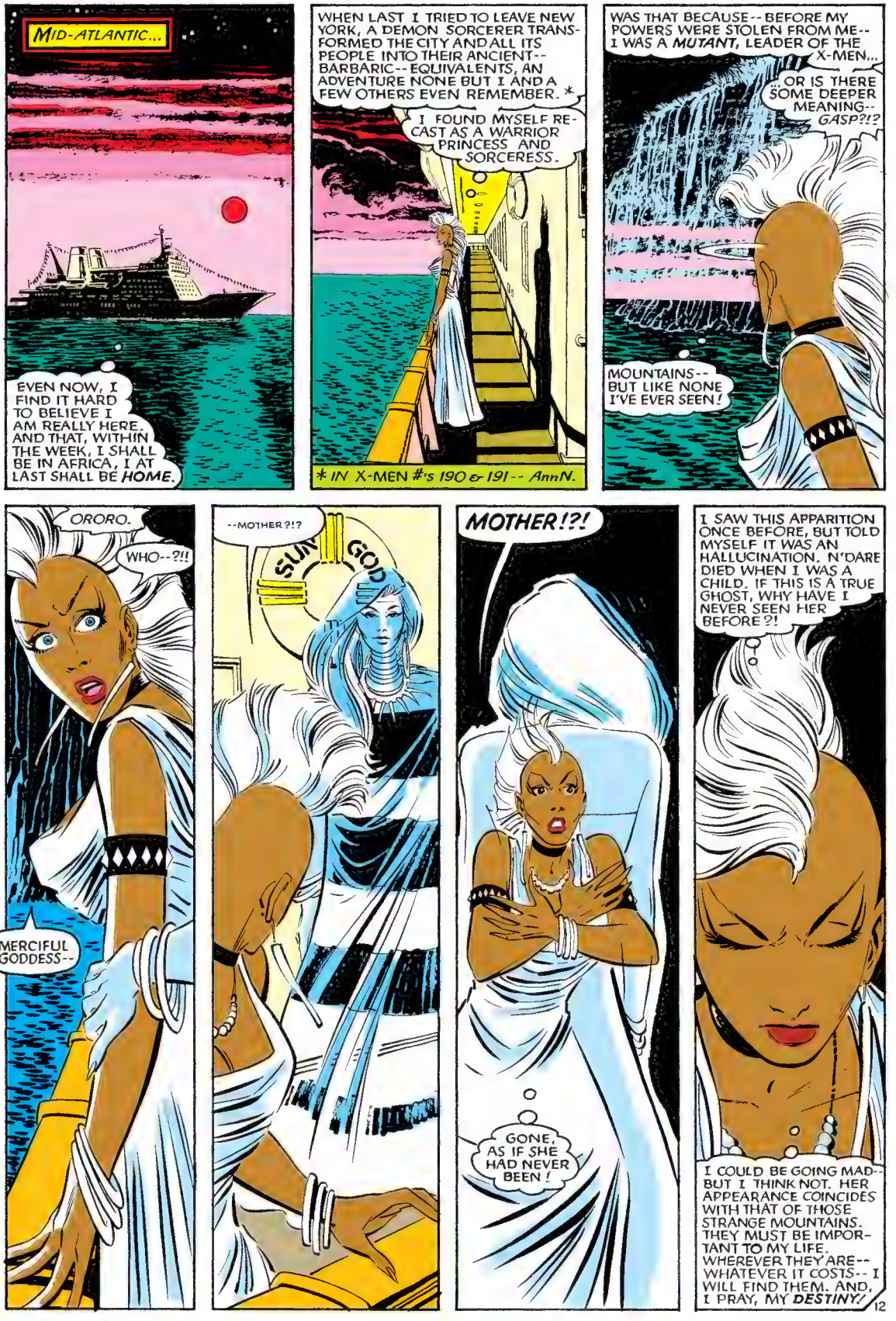

THE PURPOSE OF THIS TEST FACILITY--BURIED TEN METERS BELOW THE MANSION--IS TO HONE THE MUTANTS' USE OF THEIR ABILITIES, AS INDIVIDUALS AND TEAMS.
TO THAT END, IT CAN CREATE ANY ENVIRONMENT, ANY THREAT.
IN THIS CASE, DOUG CHOOSES THE DYSON SPHERE HE AND THE NEW MUTANTS VISITED LAST SUMMER...*
*NM ANNUAL #1--AnnN.

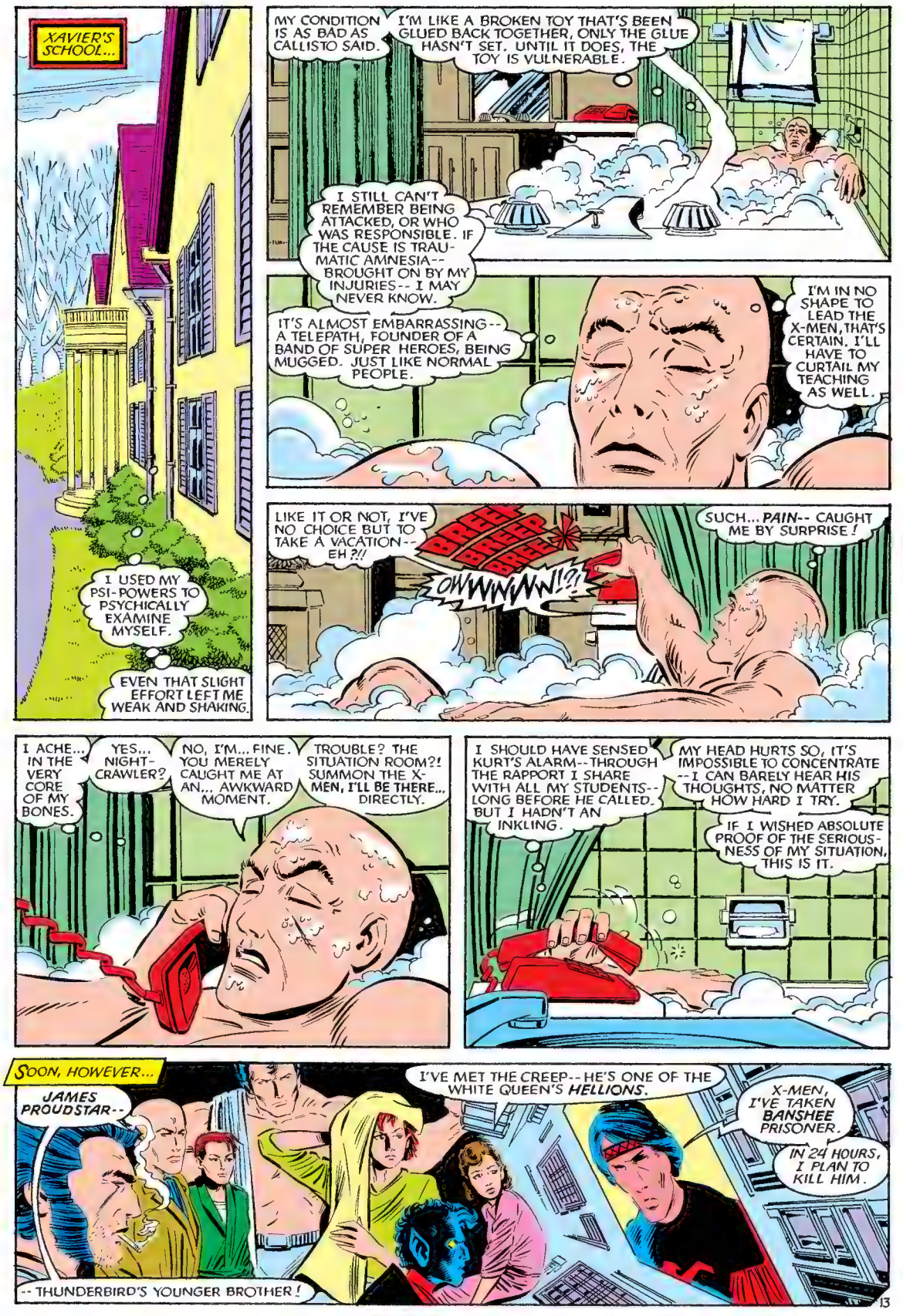
... MANIFESTING ITS "OWNER," ROCK MEGASTAR LILA CHENEY, AND THE FREEBOOTING WARRIOR VRAKANIN THEY FOUGHT THERE.

CUTE MOVE, RAMSEY, GIVIN' US TWO CANNONBALLS TO CONTEND WITH. BUT THAT ONE'S GOT NO SCENT--
--HE'S AN ILLUSION!

JEST, TERRANNEN, ON YOU IS.
HOLOGRAM, BOY MAY BE.
SPDAM!
VRAKANIN IS NOT!

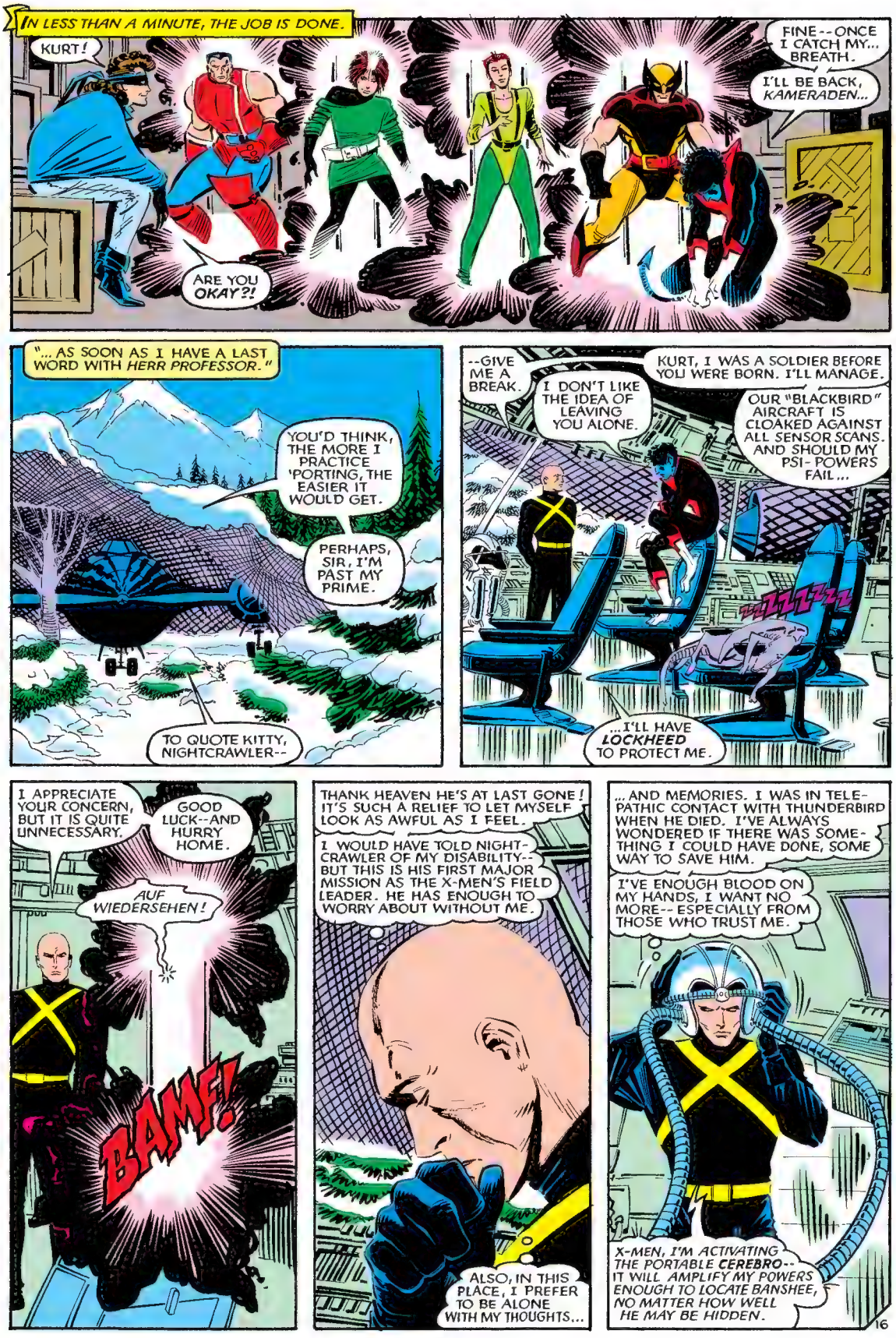

FURBALL MISSED ME-- BUT HE NAILED THE BRIDGE!
RELAX, WOLVIE -- AH GOT YOU.
WHAT ABOUT THE KID?!
GUTHRIE? NOWHERE IN SIGHT.
S'PRISE, ROGUE!
GOTCHA BOTH! AH'M DOIN' ALL RIGHT!!
SURE WISH THE PROF COULD SEE THIS--!
I HATE TO INTERRUPT, CHILDREN...
... BUT I BELIEVE THIS LITTLE LOST LAMB BELONGS TO YOU.
CALLISTO!?!
PROFESSOR XAVIER?!?
GOOD MORNING, STUDENTS.
DOUGLAS, WOULD YOU RETURN THE ROOM TO NORMAL, PLEASE?
I'LL LET MYSELF OUT. BE SEEIN' YOU, CHARLEY. CIAO, ALL.
FAREWELL, CALLISTO-- AND THANK YOU.
?!?
LOOKS LIKE YOU HAD AN ADVENTUROUS NIGHT, PROF.
Ahem!
I'M TOLD, ROGUE, IT, uh, HAD ITS MOMENTS.
IF YOU'LL EXCUSE ME...
CUTE OUTFIT, SIR!
Sigh!
WHAT WAS IT HERR PROFESSOR SAID TO YOU, SAM, WHEN HE SAW YOU SIMILARLY DRESSED?
"... WHILE AH APPRECIATE THE NEED FOR SELF-EXPRESSION, WE ARE A REPUTABLE SCHOOL, NOT A COLLECTION OF RAGAMUFFINS. THIS REQUIRES THAT CERTAIN STANDARDS BE MAINTAINED. IN FUTURE, PLEASE DRESS ACCORDINGLY."
HAHAgiggleHOHOguffawHEEHEE
GOTTA ADMIT, THOUGH-- AH BLUSHED.
HE DIDN'T.

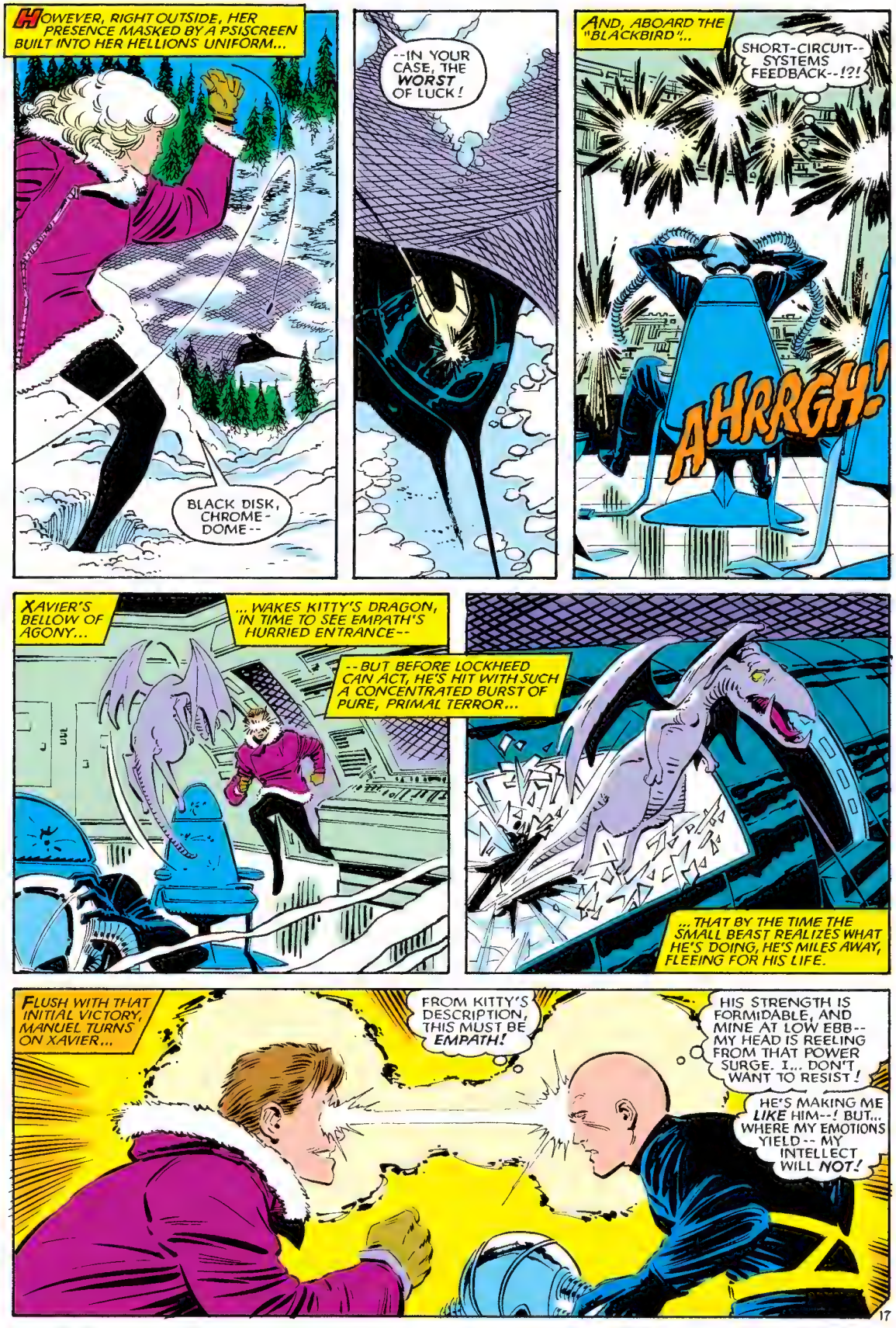

MID-ATLANTIC...
EVEN NOW, I FIND IT HARD TO BELIEVE I AM REALLY HERE. AND THAT, WITHIN THE WEEK, I SHALL BE IN AFRICA, I AT LAST SHALL BE HOME.
WHEN LAST I TRIED TO LEAVE NEW YORK, A DEMON SORCERER TRANSFORMED THE CITY AND ALL ITS PEOPLE INTO THEIR ANCIENT--BARBARIC--EQUIVALENTS, AN ADVENTURE NONE BUT I AND A FEW OTHERS EVEN REMEMBER. *
I FOUND MYSELF RECAST AS A WARRIOR PRINCESS AND SORCERESS.
* IN X-MEN #'s 190 & 191 -- AnnN.
WAS THAT BECAUSE--BEFORE MY POWERS WERE STOLEN FROM ME--I WAS A MUTANT, LEADER OF THE X-MEN...
OR IS THERE SOME DEEPER MEANING--GASP?!?
MOUNTAINS--BUT LIKE NONE I'VE EVER SEEN!
ORORO.
WHO--?!!
MERCIFUL GODDESS--
--MOTHER?!?
SUN GOD
MOTHER!?!
GONE, AS IF SHE HAD NEVER BEEN!
I SAW THIS APPARITION ONCE BEFORE, BUT TOLD MYSELF IT WAS AN HALLUCINATION. N'DARE DIED WHEN I WAS A CHILD. IF THIS IS A TRUE GHOST, WHY HAVE I NEVER SEEN HER BEFORE?!
I COULD BE GOING MAD--BUT I THINK NOT. HER APPEARANCE COINCIDES WITH THAT OF THOSE STRANGE MOUNTAINS. THEY MUST BE IMPORTANT TO MY LIFE. WHEREVER THEY ARE--WHATEVER IT COSTS--I WILL FIND THEM. AND, I PRAY, MY DESTINY!

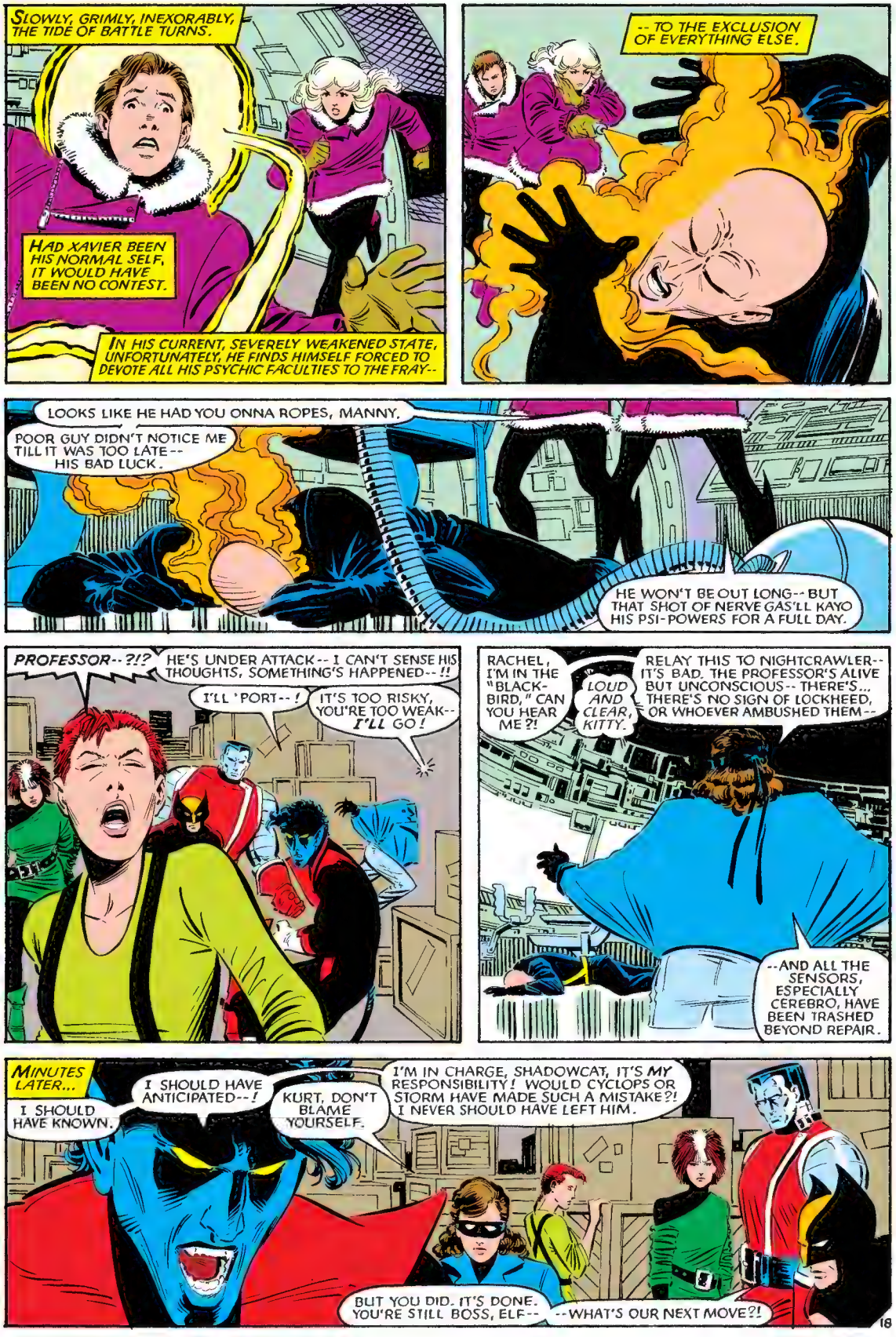

XAVIER'S SCHOOL...
I USED MY PSI-POWERS TO PSYCHICALLY EXAMINE MYSELF.
EVEN THAT SLIGHT EFFORT LEFT ME WEAK AND SHAKING.
MY CONDITION IS AS BAD AS CALLISTO SAID.
I'M LIKE A BROKEN TOY THAT'S BEEN GLUED BACK TOGETHER, ONLY THE GLUE HASN'T SET. UNTIL IT DOES, THE TOY IS VULNERABLE.
I STILL CAN'T REMEMBER BEING ATTACKED, OR WHO WAS RESPONSIBLE. IF THE CAUSE IS TRAUMATIC AMNESIA--BROUGHT ON BY MY INJURIES-- I MAY NEVER KNOW.
IT'S ALMOST EMBARRASSING--A TELEPATH, FOUNDER OF A BAND OF SUPER HEROES, BEING MUGGED. JUST LIKE NORMAL PEOPLE.
I'M IN NO SHAPE TO LEAD THE X-MEN, THAT'S CERTAIN. I'LL HAVE TO CURTAIL MY TEACHING AS WELL.
LIKE IT OR NOT, I'VE NO CHOICE BUT TO TAKE A VACATION--EH?!!
BREEP BREEP BREEP
OWWWWW!?!
SUCH... PAIN-- CAUGHT ME BY SURPRISE!
I ACHE... IN THE VERY CORE OF MY BONES.
YES... NIGHT-CRAWLER?
NO, I'M... FINE. YOU MERELY CAUGHT ME AT AN... AWKWARD MOMENT.
TROUBLE? THE SITUATION ROOM?! SUMMON THE X-MEN, I'LL BE THERE... DIRECTLY.
I SHOULD HAVE SENSED KURT'S ALARM--THROUGH THE RAPPORT I SHARE WITH ALL MY STUDENTS--LONG BEFORE HE CALLED. BUT I HADN'T AN INKLING.
MY HEAD HURTS SO, IT'S IMPOSSIBLE TO CONCENTRATE--I CAN BARELY HEAR HIS THOUGHTS, NO MATTER HOW HARD I TRY.
IF I WISHED ABSOLUTE PROOF OF THE SERIOUSNESS OF MY SITUATION, THIS IS IT.
SOON, HOWEVER...
JAMES PROUDSTAR--
-- THUNDERBIRD'S YOUNGER BROTHER!
I'VE MET THE CREEP--HE'S ONE OF THE WHITE QUEEN'S HELLIONS.
X-MEN, I'VE TAKEN BANSHEE PRISONER.
IN 24 HOURS, I PLAN TO KILL HIM.

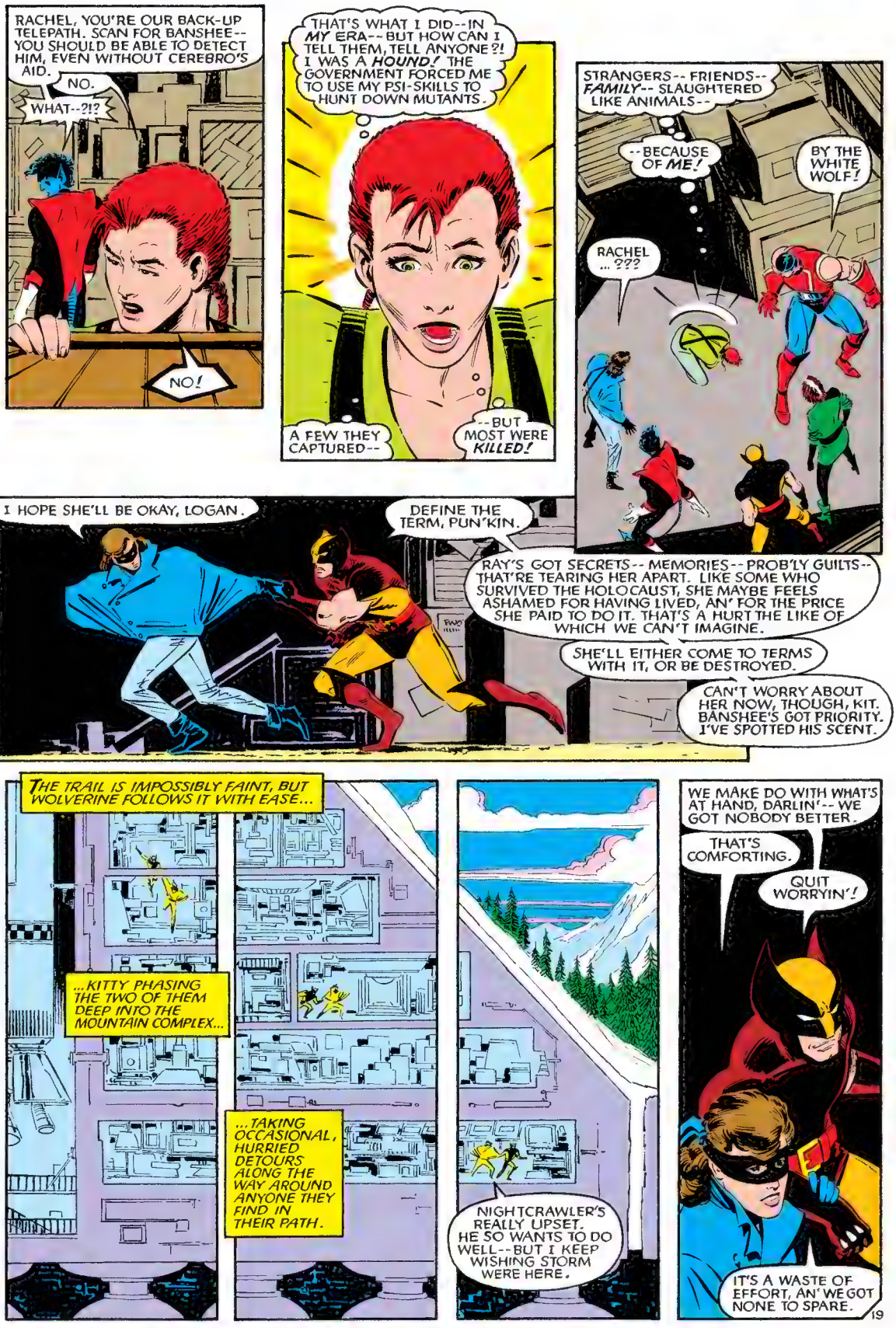
I'VE HIDDEN HIM SOMEWHERE INSIDE CHEYENNE MOUNTAIN.
YOU WANT HIM, COME GET HIM. I'LL BE WAITING.
THAT'S THE COMPLETE TAPE OF HIS MESSAGE. Dr. MacTAGGERT, ON MUIR ISLE, HAS CONFIRMED BANSHEE'S DISAPPEARANCE.
TO THROW OFF THE SCENT, THUNDERBIRD FAKED A NOTE FROM SEAN, SAYING HE'D BE AWAY A FEW DAYS. MOIRA NEVER SUSPECTED ANYTHING WAS WRONG.
THE LAD'S PURPOSE IS OBVIOUS. HE BLAMES US FOR HIS BROTHER'S DEATH.
HE MEANS TO HAVE HIS REVENGE.
NICE PLOY, I'LL GIVE THE KID THAT--NO MATTER WHAT WE DO, WE'RE NAILED.
TO SAVE OUR FRIEND, WE'VE GOTTA PENETRATE NORAD HEADQUARTERS--ONE OF THE MOST HEAVILY DEFENDED MILITARY INSTALLATIONS IN THE WORLD.
YOU CAN BET, THE MOMENT WE SHOW OURSELVES, WE'LL TRIGGER EVERY ALARM IN THE PLACE. WE'LL BE FIGHTING THE AIR FORCE AS WELL AS THE INDIAN.
EVEN IF WE WIN--AN' RESCUE BANSHEE--WE'LL STILL LOSE, 'CAUSE OUR REP WILL BE IN THE MUD.
THIS CAPER COULD MAKE US OUTLAWS--IN FACT AS WELL AS NAME.
COULDN'T WE EXPLAIN, ASK FOR HELP?
TAKE TOO LONG, PUN'KIN. BESIDES, WHO'D LISTEN?
WOLVIE, WHAT'RE YOU SAYING--THAT WE SHOULD ABANDON SEAN?!!
NOPE. X-MEN LOOK AFTER THEIR OWN--YOU SHOULD KNOW THAT BETTER'N MOST.
I JUST WANT EVERYONE TO KNOW THE STAKES.
ONE STEP AT A TIME, MY FRIEND. WE'LL SEE TO OUR FRIEND FIRST, THEN WORRY ABOUT THE CONSEQUENCES.
DO WHAT'S NECESSARY TO PROTECT THE ESTATE AND THE NEW MUTANTS WHILE WE'RE AWAY. I WANT US AIRBORNE WITHIN THE HOUR.

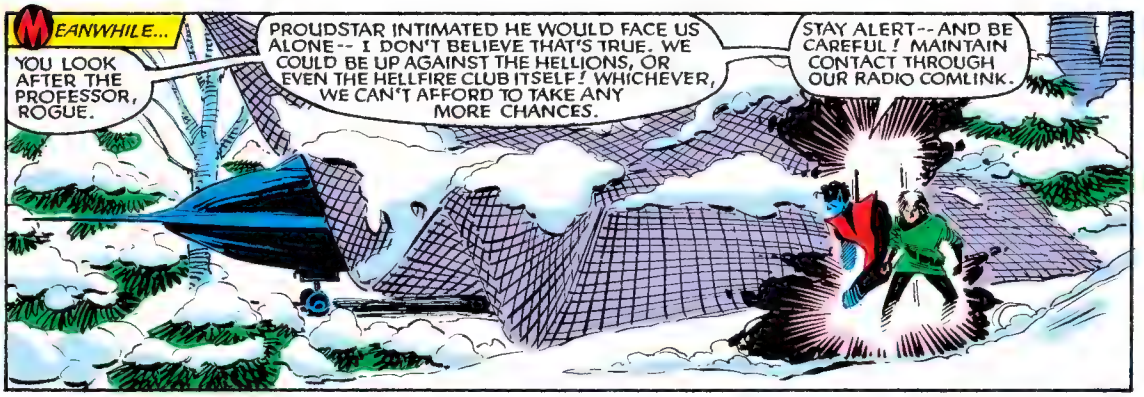
CHEYENNE MOUNTAIN--
--CODE-NAMED VALHALLA--
--NERVE-CENTER OF THE NORTH AMERICAN AIR DEFENSE COMMAND...
...WHICH IS RESPONSIBLE FOR SHIELDING THE UNITED STATES FROM ANY FORM OF AIR OR SPACE-BORNE ATTACK.
THE X-MEN HAVE BEEN HERE BEFORE--WHEN THE COMPLEX WAS SEIZED BY COUNT NEFARIA AND HIS ANI-MEN, AND THE WORLD HELD FOR RANSOM.
JOHN PROUDSTAR DIED PREVENTING NEFARIA'S ESCAPE.
FOR A BRIEF TIME AFTERWARDS, THE X-MEN WERE ACCLAIMED AS HEROES. BUT ALL TOO SOON, THE OLD SUSPICIONS, THE OLD FEARS, RESURFACED. TRUST FADED, FRIENDS FELL SILENT--AND THE MUTANTS WERE ONCE MORE ALONE...
...WITH NO ONE TO COUNT ON BUT THEMSELVES.
PROFESSOR, I'M IN.
PROFESSOR ! A M
I SENSE KITTY'S THOUGHTS--BUT NOT WELL ENOUGH TO COMPREHEND THEM.
RACHEL, FORM A PSILINK, PLEASE, BETWEEN MYSELF AND THE X-MEN.
HECKUVA TIME TO BREAK RAY IN ON A NEW JOB-- I HOPE THE PROF KNOWS WHAT HE'S DOING.
HE'S BEEN ACTING WEIRD EVER SINCE CAL BROUGHT HIM HOME. DID THE MORLOCKS DO SOMETHING TO HIM?!
WHEW!
GLAD TO SEE YOU, FUZZY-ELF!
WORRIED ABOUT ME, LIEBCHEN? I'M FLATTERED-- I CONFESS, I WAS A LITTLE NERVOUS MYSELF. BUT THE PSILINK ENABLED ME TO "SEE" THIS ROOM THROUGH YOUR EYES...
...WHICH ENABLED ME TO TELEPORT SAFELY.
KEEP WATCH, KATZCHEN, WHILE I FERRY THE OTHERS OVER.


IN LESS THAN A MINUTE, THE JOB IS DONE.
KURT!
ARE YOU OKAY?!
FINE--ONCE I CATCH MY... BREATH.
I'LL BE BACK, KAMERADEN...
"... AS SOON AS I HAVE A LAST WORD WITH HERR PROFESSOR."
YOU'D THINK, THE MORE I PRACTICE 'PORTING, THE EASIER IT WOULD GET.
PERHAPS, SIR, I'M PAST MY PRIME.
TO QUOTE KITTY, NIGHTCRAWLER--
--GIVE ME A BREAK.
I DON'T LIKE THE IDEA OF LEAVING YOU ALONE.
KURT, I WAS A SOLDIER BEFORE YOU WERE BORN. I'LL MANAGE.
OUR "BLACKBIRD" AIRCRAFT IS CLOAKED AGAINST ALL SENSOR SCANS. AND SHOULD MY PSI-POWERS FAIL...
ZZZZZZZZ
...I'LL HAVE LOCKHEED TO PROTECT ME.
I APPRECIATE YOUR CONCERN, BUT IT IS QUITE UNNECESSARY.
GOOD LUCK--AND HURRY HOME.
AUF WIEDERSEHEN!
BAMF!
THANK HEAVEN HE'S AT LAST GONE! IT'S SUCH A RELIEF TO LET MYSELF LOOK AS AWFUL AS I FEEL.
I WOULD HAVE TOLD NIGHTCRAWLER OF MY DISABILITY--BUT THIS IS HIS FIRST MAJOR MISSION AS THE X-MEN'S FIELD LEADER. HE HAS ENOUGH TO WORRY ABOUT WITHOUT ME.
ALSO, IN THIS PLACE, I PREFER TO BE ALONE WITH MY THOUGHTS...
...AND MEMORIES. I WAS IN TELEPATHIC CONTACT WITH THUNDERBIRD WHEN HE DIED. I'VE ALWAYS WONDERED IF THERE WAS SOMETHING I COULD HAVE DONE, SOME WAY TO SAVE HIM.
I'VE ENOUGH BLOOD ON MY HANDS, I WANT NO MORE--ESPECIALLY FROM THOSE WHO TRUST ME.
X-MEN, I'M ACTIVATING THE PORTABLE CEREBRO--IT WILL AMPLIFY MY POWERS ENOUGH TO LOCATE BANSHEE, NO MATTER HOW WELL HE MAY BE HIDDEN.


HOWEVER, RIGHT OUTSIDE, HER PRESENCE MASKED BY A PSISCREEN BUILT INTO HER HELLIONS UNIFORM...
BLACK DISK, CHROME-DOME--
--IN YOUR CASE, THE WORST OF LUCK!
AND, ABOARD THE "BLACKBIRD"...
SHORT-CIRCUIT--SYSTEMS FEEDBACK--!?!
AHRRGH!
XAVIER'S BELLOW OF AGONY...
...WAKES KITTY'S DRAGON, IN TIME TO SEE EMPATH'S HURRIED ENTRANCE--
--BUT BEFORE LOCKHEED CAN ACT, HE'S HIT WITH SUCH A CONCENTRATED BURST OF PURE, PRIMAL TERROR...
...THAT BY THE TIME THE SMALL BEAST REALIZES WHAT HE'S DOING, HE'S MILES AWAY, FLEEING FOR HIS LIFE.
FLUSH WITH THAT INITIAL VICTORY, MANUEL TURNS ON XAVIER...
FROM KITTY'S DESCRIPTION, THIS MUST BE EMPATH!
HIS STRENGTH IS FORMIDABLE, AND MINE AT LOW EBB--MY HEAD IS REELING FROM THAT POWER SURGE. I... DON'T WANT TO RESIST!
HE'S MAKING ME LIKE HIM--! BUT... WHERE MY EMOTIONS YIELD-- MY INTELLECT WILL NOT!


SLOWLY, GRIMLY, INEXORABLY, THE TIDE OF BATTLE TURNS.
HAD XAVIER BEEN HIS NORMAL SELF, IT WOULD HAVE BEEN NO CONTEST.
IN HIS CURRENT, SEVERELY WEAKENED STATE, UNFORTUNATELY, HE FINDS HIMSELF FORCED TO DEVOTE ALL HIS PSYCHIC FACULTIES TO THE FRAY--
-- TO THE EXCLUSION OF EVERYTHING ELSE.
LOOKS LIKE HE HAD YOU ONNA ROPES, MANNY.
POOR GUY DIDN'T NOTICE ME TILL IT WAS TOO LATE-- HIS BAD LUCK.
HE WON'T BE OUT LONG-- BUT THAT SHOT OF NERVE GAS'LL KAYO HIS PSI-POWERS FOR A FULL DAY.
PROFESSOR--?!?
HE'S UNDER ATTACK-- I CAN'T SENSE HIS THOUGHTS, SOMETHING'S HAPPENED--!!
I'LL 'PORT--!
IT'S TOO RISKY, YOU'RE TOO WEAK-- I'LL GO!
RACHEL, I'M IN THE "BLACK-BIRD," CAN YOU HEAR ME?!
LOUD AND CLEAR, KITTY.
RELAY THIS TO NIGHTCRAWLER-- IT'S BAD. THE PROFESSOR'S ALIVE BUT UNCONSCIOUS-- THERE'S... THERE'S NO SIGN OF LOCKHEED, OR WHOEVER AMBUSHED THEM--
--AND ALL THE SENSORS, ESPECIALLY CEREBRO, HAVE BEEN TRASHED BEYOND REPAIR.
MINUTES LATER...
I SHOULD HAVE KNOWN.
I SHOULD HAVE ANTICIPATED--!
KURT, DON'T BLAME YOURSELF.
I'M IN CHARGE, SHADOWCAT, IT'S MY RESPONSIBILITY! WOULD CYCLOPS OR STORM HAVE MADE SUCH A MISTAKE?! I NEVER SHOULD HAVE LEFT HIM.
BUT YOU DID. IT'S DONE. YOU'RE STILL BOSS, ELF--
--WHAT'S OUR NEXT MOVE?!

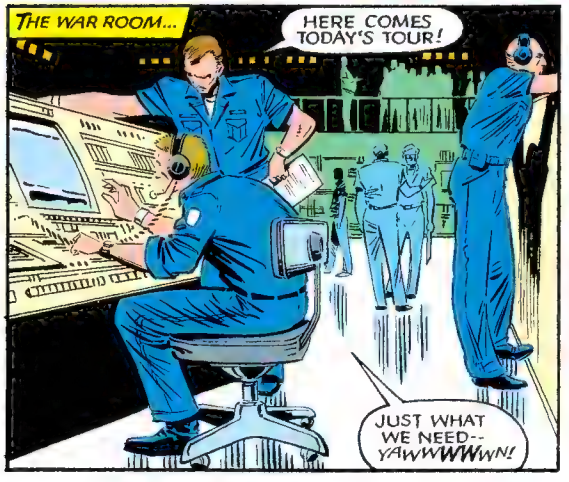

RACHEL, YOU'RE OUR BACK-UP TELEPATH. SCAN FOR BANSHEE--YOU SHOULD BE ABLE TO DETECT HIM, EVEN WITHOUT CEREBRO'S AID.
NO.
WHAT--?!?
NO!
THAT'S WHAT I DID--IN MY ERA--BUT HOW CAN I TELL THEM, TELL ANYONE?! I WAS A HOUND! THE GOVERNMENT FORCED ME TO USE MY PSI-SKILLS TO HUNT DOWN MUTANTS.
A FEW THEY CAPTURED--
--BUT MOST WERE KILLED!
STRANGERS--FRIENDS--FAMILY--SLAUGHTERED LIKE ANIMALS--
--BECAUSE OF ME!
BY THE WHITE WOLF!
RACHEL ...???
I HOPE SHE'LL BE OKAY, LOGAN.
DEFINE THE TERM, PUN'KIN.
RAY'S GOT SECRETS--MEMORIES--PROB'LY GUILTS--THAT'RE TEARING HER APART. LIKE SOME WHO SURVIVED THE HOLOCAUST, SHE MAYBE FEELS ASHAMED FOR HAVING LIVED, AN' FOR THE PRICE SHE PAID TO DO IT. THAT'S A HURT THE LIKE OF WHICH WE CAN'T IMAGINE.
SHE'LL EITHER COME TO TERMS WITH IT, OR BE DESTROYED.
CAN'T WORRY ABOUT HER NOW, THOUGH, KIT. BANSHEE'S GOT PRIORITY. I'VE SPOTTED HIS SCENT.
THE TRAIL IS IMPOSSIBLY FAINT, BUT WOLVERINE FOLLOWS IT WITH EASE...
...KITTY PHASING THE TWO OF THEM DEEP INTO THE MOUNTAIN COMPLEX...
...TAKING OCCASIONAL, HURRIED DETOURS ALONG THE WAY AROUND ANYONE THEY FIND IN THEIR PATH.
NIGHTCRAWLER'S REALLY UPSET. HE SO WANTS TO DO WELL--BUT I KEEP WISHING STORM WERE HERE.
WE MAKE DO WITH WHAT'S AT HAND, DARLIN'--WE GOT NOBODY BETTER.
THAT'S COMFORTING.
QUIT WORRYIN'!
IT'S A WASTE OF EFFORT, AN' WE GOT NONE TO SPARE.

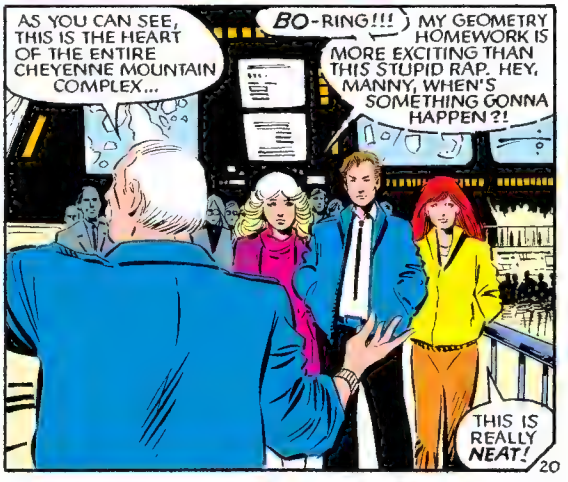

MEANWHILE...
YOU LOOK AFTER THE PROFESSOR, ROGUE.
PROUDSTAR INTIMATED HE WOULD FACE US ALONE-- I DON'T BELIEVE THAT'S TRUE. WE COULD BE UP AGAINST THE HELLIONS, OR EVEN THE HELLFIRE CLUB ITSELF! WHICHEVER, WE CAN'T AFFORD TO TAKE ANY MORE CHANCES.
STAY ALERT--AND BE CAREFUL! MAINTAIN CONTACT THROUGH OUR RADIO COMLINK.

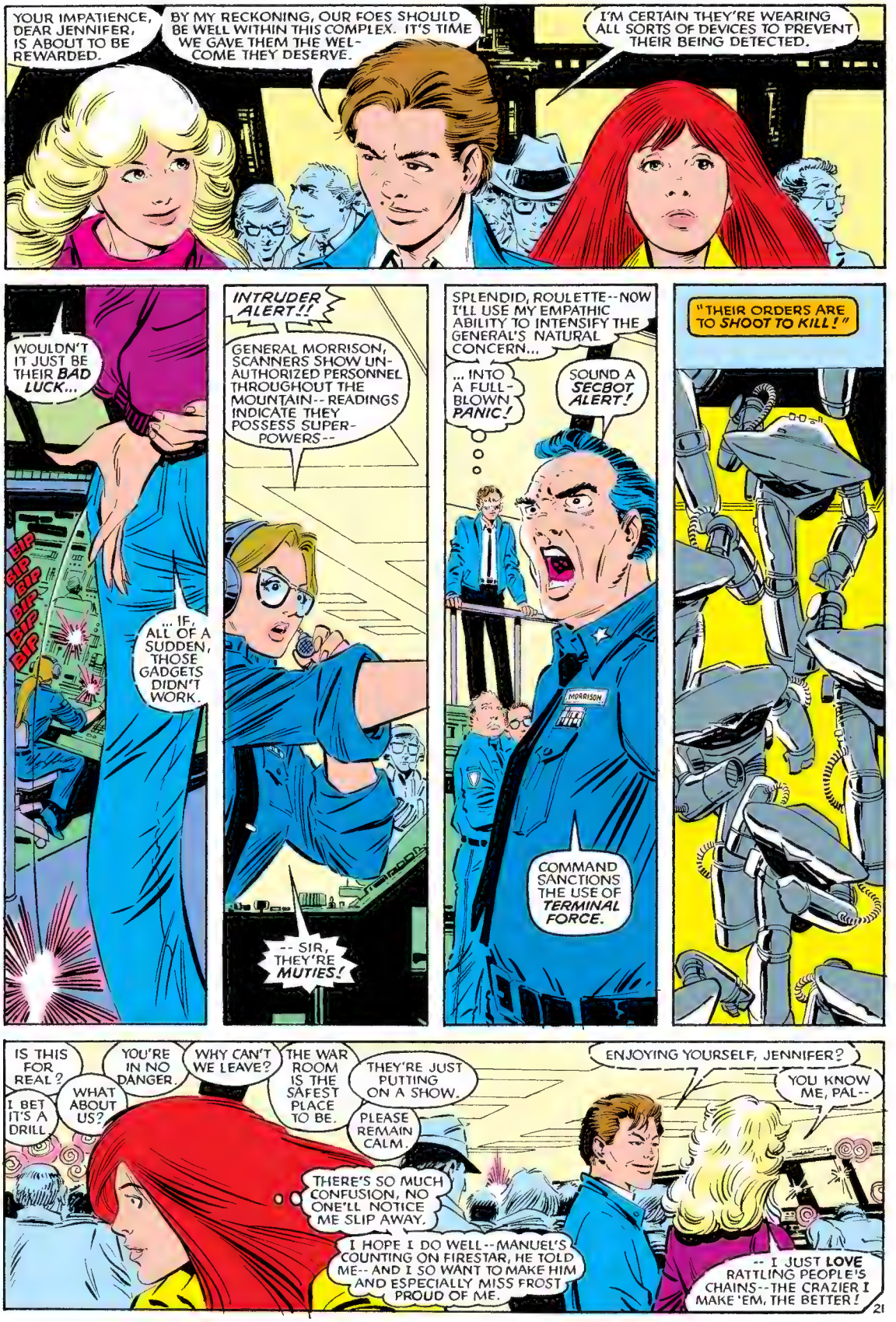
COLOSSUS, HOW IS RACHEL?
SEE FOR YOURSELF, TOVARISCH.
WHAT HAPPENED TO HER, KURT? WHAT DID SHE SEE, WHAT DID SHE EXPERIENCE IN HER WORLD OF THE FUTURE TO LEAVE SUCH AWFUL SCARS?!

FORGIVE ME, MY FRIEND, BUT AT THE MOMENT I'M MORE CONCERNED WITH OUR OWN FUTURE.
WHY ARE YOU SO ANGRY?!
LOOK AT US! WE'VE BARELY BEGUN THIS MISSION--
--AND ALREADY OUR MOST CRUCIAL TEAMMATES HAVE BEEN CRIPPLED, OUR FORCES SPLIT!

WOULD THIS HAVE HAPPENED IF STORM OR CYCLOPS WERE IN CHARGE?!
PROFESSOR XAVIER TRUSTED YOU TO ASSUME THEIR PLACE. HE WOULD NOT HAVE DONE SO IF HE DID NOT THINK YOU WORTHY.
BESIDES, AS I RECALL, BOTH ORORO AND SCOTT MADE THEIR SHARE OF MISTAKES. ALL THAT IS ASKED-- OF ANY OF US-- IS OUR BEST.
BUT SUPPOSE, PIOTR NIKOLIEVITCH, THAT BEST ISN'T GOOD ENOUGH?


THE WAR ROOM...
HERE COMES TODAY'S TOUR!
JUST WHAT WE NEED-- YAWWWWWN!

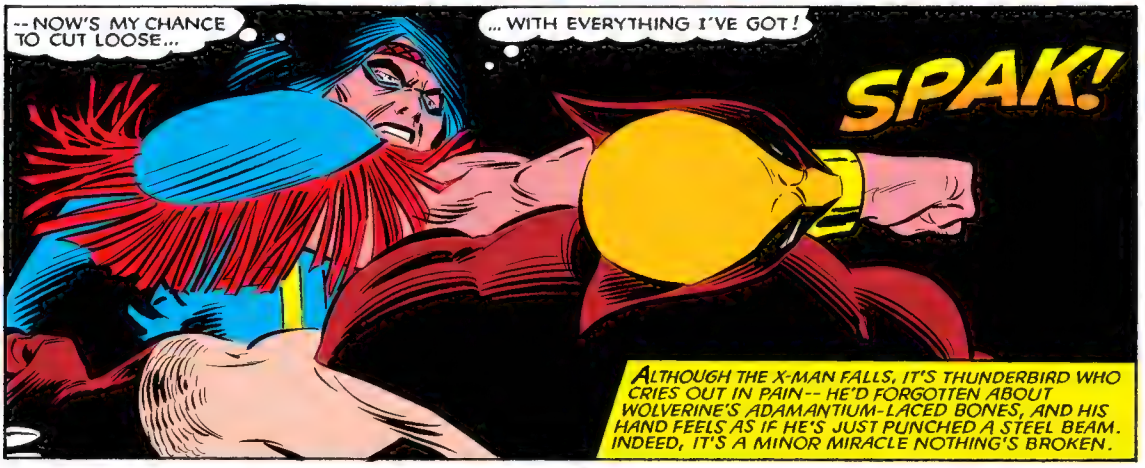

AS YOU CAN SEE, THIS IS THE HEART OF THE ENTIRE CHEYENNE MOUNTAIN COMPLEX...
BO-RING!!!
MY GEOMETRY HOMEWORK IS MORE EXCITING THAN THIS STUPID RAP. HEY, MANNY, WHEN'S SOMETHING GONNA HAPPEN?!
THIS IS REALLY NEAT!

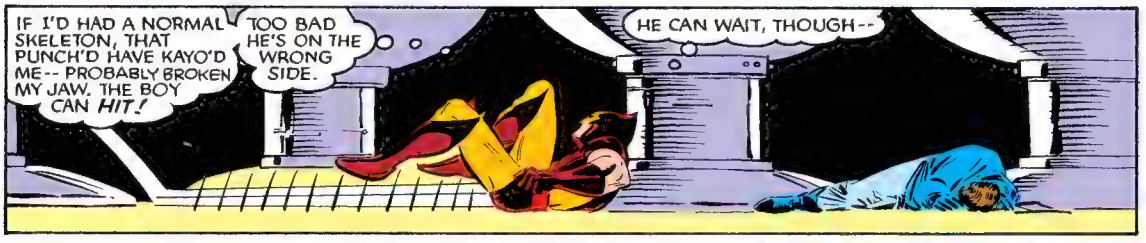

YOUR IMPATIENCE, DEAR JENNIFER, IS ABOUT TO BE REWARDED.
BY MY RECKONING, OUR FOES SHOULD BE WELL WITHIN THIS COMPLEX. IT'S TIME WE GAVE THEM THE WELCOME THEY DESERVE.
I'M CERTAIN THEY'RE WEARING ALL SORTS OF DEVICES TO PREVENT THEIR BEING DETECTED.
WOULDN'T IT JUST BE THEIR BAD LUCK...
BIP BIP BIP BIP BIP
... IF, ALL OF A SUDDEN, THOSE GADGETS DIDN'T WORK.
INTRUDER ALERT!!
GENERAL MORRISON, SCANNERS SHOW UNAUTHORIZED PERSONNEL THROUGHOUT THE MOUNTAIN-- READINGS INDICATE THEY POSSESS SUPERPOWERS--
-- SIR, THEY'RE MUTIES!
SPLENDID, ROULETTE--NOW I'LL USE MY EMPATHIC ABILITY TO INTENSIFY THE GENERAL'S NATURAL CONCERN...
... INTO A FULL-BLOWN PANIC!
SOUND A SECBOT ALERT!
MORRISON
COMMAND SANCTIONS THE USE OF TERMINAL FORCE.
"THEIR ORDERS ARE TO SHOOT TO KILL!"
IS THIS FOR REAL?
I BET IT'S A DRILL
WHAT ABOUT US?
YOU'RE IN NO DANGER.
WHY CAN'T WE LEAVE?
THE WAR ROOM IS THE SAFEST PLACE TO BE.
THEY'RE JUST PUTTING ON A SHOW.
PLEASE REMAIN CALM.
THERE'S SO MUCH CONFUSION, NO ONE'LL NOTICE ME SLIP AWAY.
I HOPE I DO WELL--MANUEL'S COUNTING ON FIRESTAR, HE TOLD ME-- AND I SO WANT TO MAKE HIM AND ESPECIALLY MISS FROST PROUD OF ME.
ENJOYING YOURSELF, JENNIFER?
YOU KNOW ME, PAL--
-- I JUST LOVE RATTLING PEOPLE'S CHAINS--THE CRAZIER I MAKE 'EM, THE BETTER!

MEANWHILE, AT THE BASE OF THE GIANT COMPLEX...
BINGO-- THERE'S IRISH!
GREAT-- BUT WHERE ARE WE?!
BUFFER SPACE BETWEEN THE COMPLEX AND THE MOUNTAIN. THOSE BIG SHOCK ABSORBERS ARE DESIGNED TO CUSHION THE BASE AGAINST THE IMPACT OF A NUCLEAR NEAR-MISS.
BANSHEE'S ALIVE, WOLVIE, BUT UNCONSCIOUS!
HE'S BEEN BEATEN PRETTY BADLY!
I'LL LAY ODDS, DARLIN'--
--THIS'S THE CREEP THAT DID IT!
STEP OUTTA THE SHADOWS, PUNK! FIGHT LIKE A MAN--
--F'R ONCE.
OHO-- NICE MOVE, BUB!
AND HERE, WHITE EYES, IS A NICER ONE!
YOU'RE GOOD, BOY--MAYBE EVEN BETTER'N YOUR BROTHER.
BUT I'M THE BEST!
I PHASED BANSHEE FREE OF HIS CHAINS, WOLVIE!
I KNOW YOU CAN'T HEAR ME, SEAN, BUT HANG ON! WE'LL HAVE YOU OUT OF THIS MESS IN A JIFFY!

I'M IMPRESSED, BUB, YOU'RE PRETTY TOUGH-- eh?!!
SOMETHING'S DIFFERENT ABOUT THE AIR!
GAS!
SCRAMBLE, 'CAT-- GET YOURSELF AN' IRISH OUTTA HERE!
A NEURO-TOXIN-- A MINUTE'S EXPOSURE TO THAT AN' WE'RE HISTORY!
AS GOOD AS DONE, WOLVIE--
--BUT WHAT ABOUT YOU?!
I'LL BE ALONG...
...SOON AS I'VE TAKEN CARE OF BUSINESS.
BANSHEE'S SAFE, PARTNER--YOUR TURN-- oh?!?
=OH!?!=
THE MOST DIFFICULT APPLICATION OF SHADOWCAT'S PHASING POWER IS AIR-WALKING -- IT REQUIRES VIRTUALLY TOTAL CONCENTRATION. THE SLIGHTEST BREAK CAN HAVE DISASTROUS CONSEQUENCES.
KITTY THOUGHT INTANGIBILITY WOULD PROTECT HER FROM THE GAS. SHE'S WRONG.
THE INSTANT SHE EMERGES FROM THE CEILING, HER BODY BECOMES HEAVY AS LEAD-- NOTHING WANTS TO WORK, SHE CAN'T MOVE AND CAN BARELY THINK. SHE SOLIDIFIES.
GRAVITY DOES THE REST.

KITTY--?!!
WHY DID YOU COME BACK, GIRL?! OF ALL THE DUMB, AMATEUR MOVES--!
HE'S DISTRACTED--

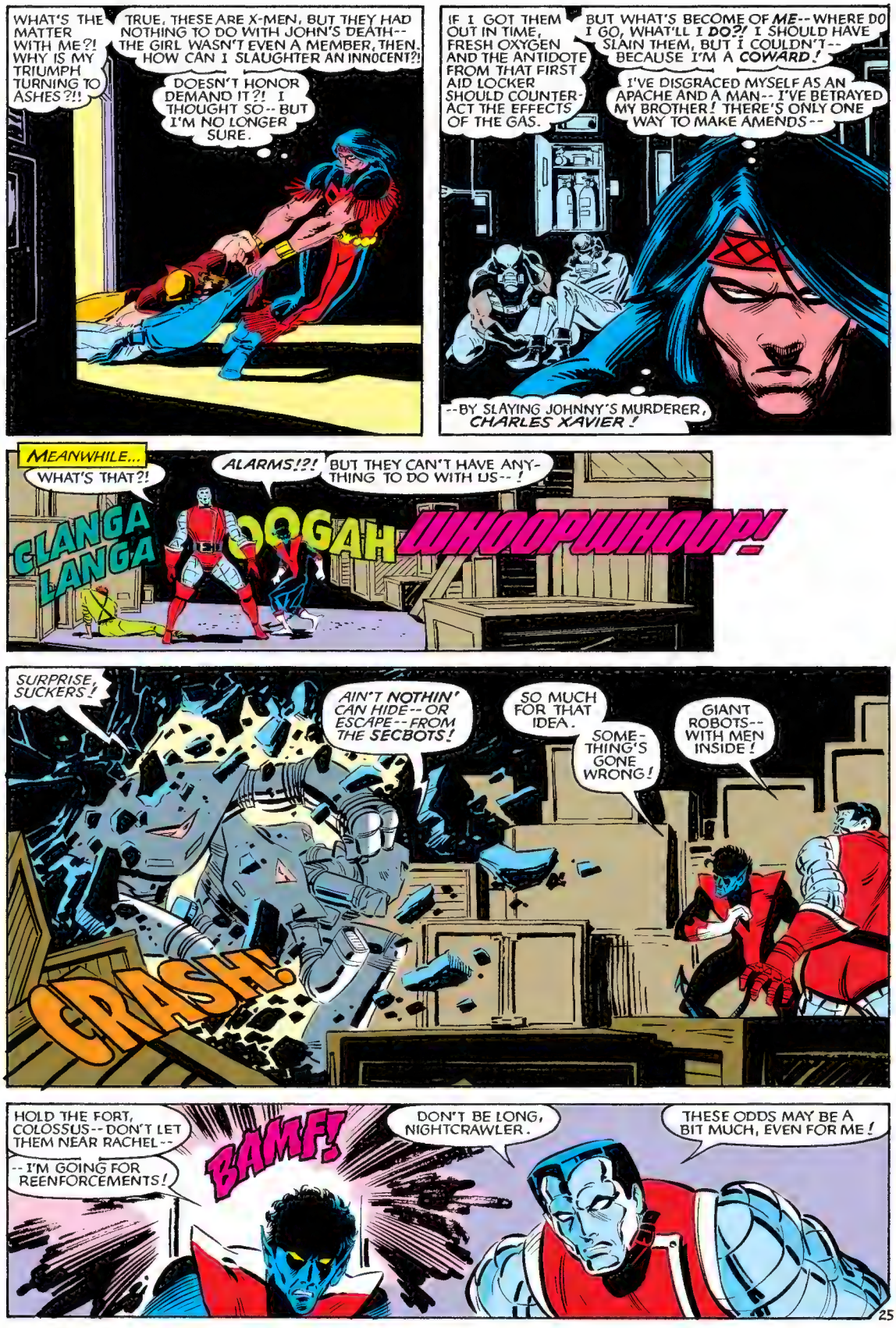

--NOW'S MY CHANCE TO CUT LOOSE...
...WITH EVERYTHING I'VE GOT!
SPAK!
ALTHOUGH THE X-MAN FALLS, IT'S THUNDERBIRD WHO CRIES OUT IN PAIN-- HE'D FORGOTTEN ABOUT WOLVERINE'S ADAMANTIUM-LACED BONES, AND HIS HAND FEELS AS IF HE'S JUST PUNCHED A STEEL BEAM. INDEED, IT'S A MINOR MIRACLE NOTHING'S BROKEN.

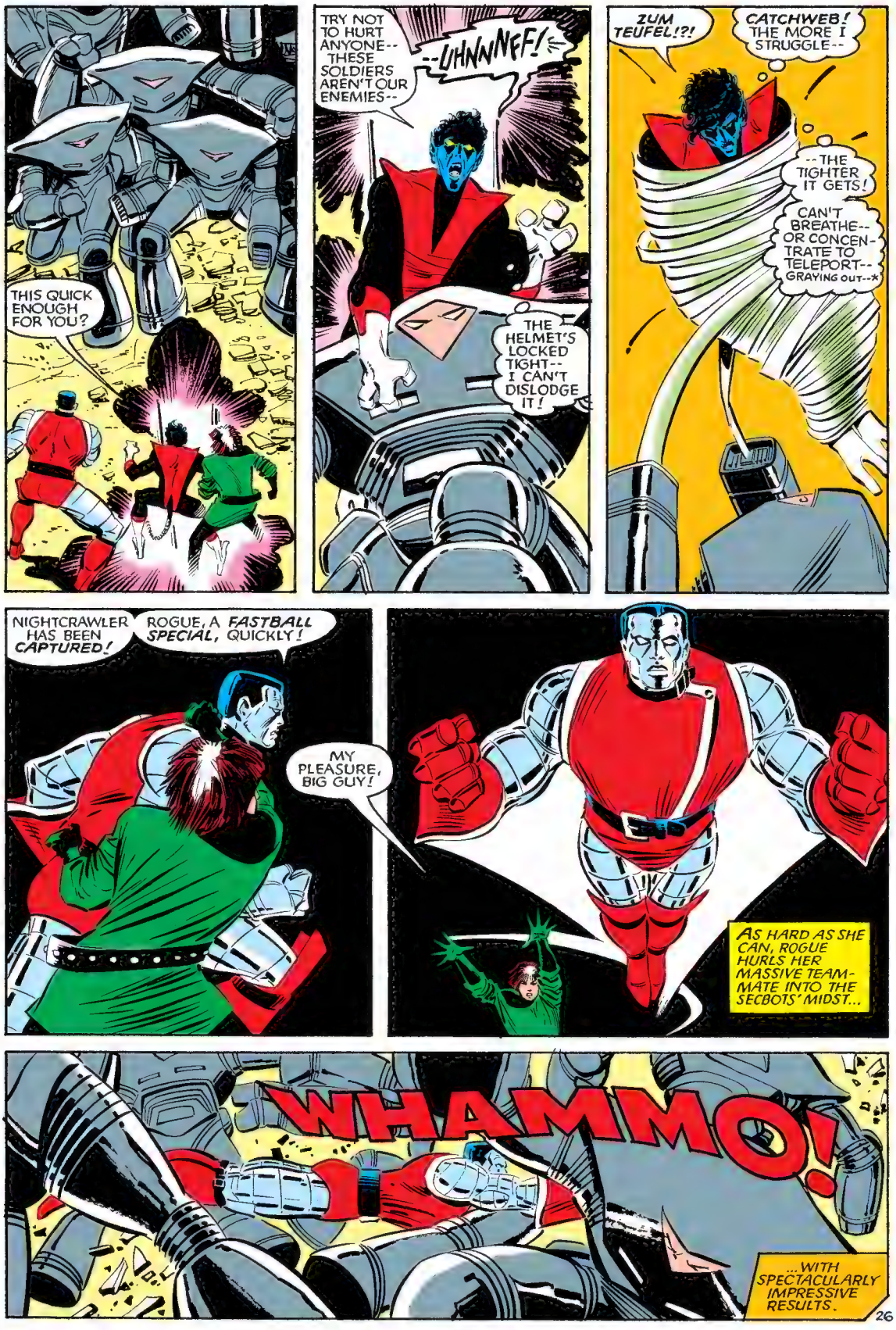

IF I'D HAD A NORMAL SKELETON, THAT PUNCH'D HAVE KAYO'D ME-- PROBABLY BROKEN MY JAW. THE BOY CAN HIT!
TOO BAD HE'S ON THE WRONG SIDE.
HE CAN WAIT, THOUGH--

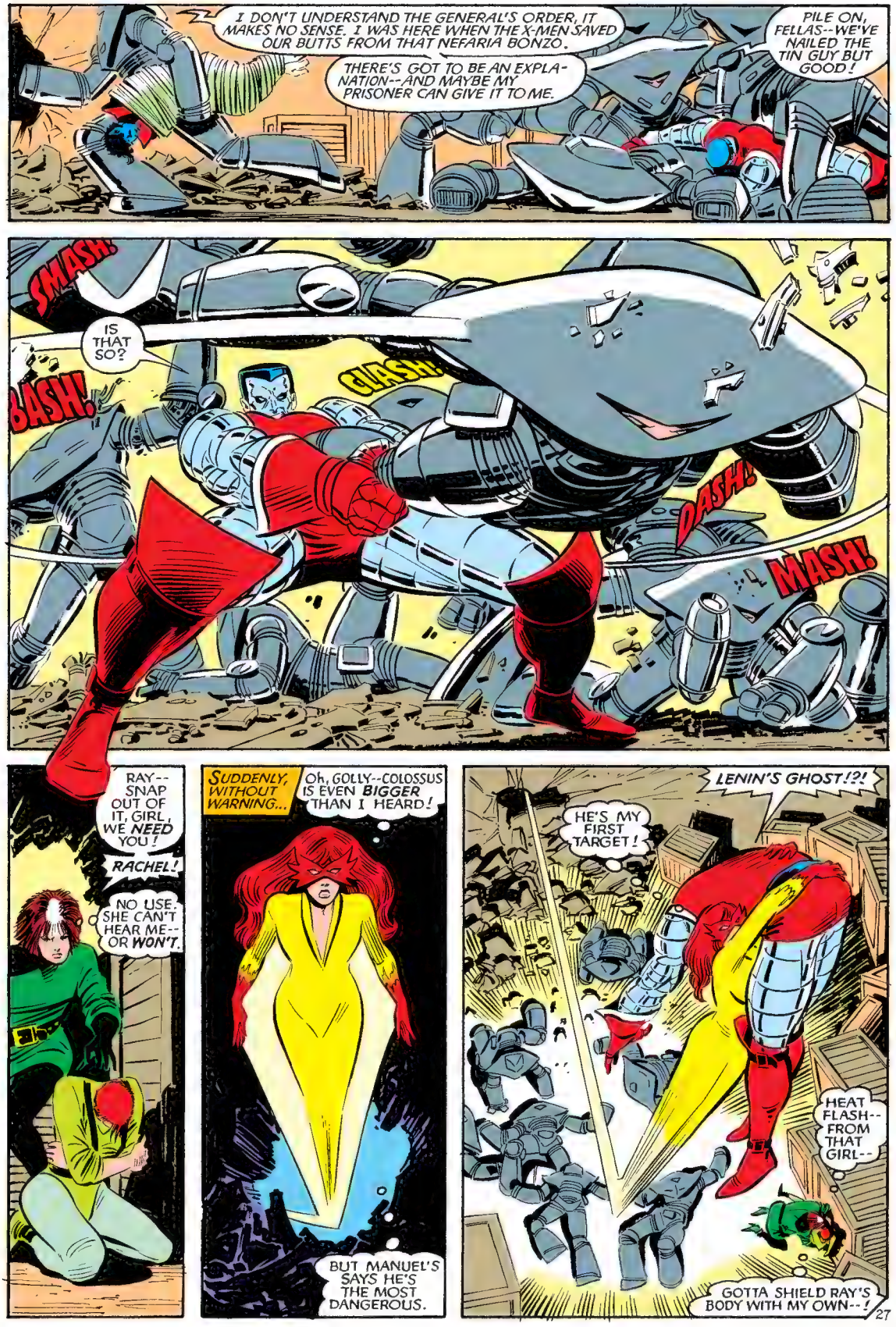
--TILL I HAUL KITTY OUTSIDE.
UH-OH-- VISION'S BLURRING-- HANDS STARTING TO SHAKE-- GAS IS GETTIN' TO ME, TOO!
STUFF'S SO DEADLY, EVEN MY HEALING FACTOR CAN'T HANDLE IT. I STOP MOVIN'...
...I'M DEAD.

LOOK AT THE FOOL-- BY CHOOSING TO HELP THE GIRL, HE'S DOOMED HIMSELF FOR SURE!
WHY AREN'T I GLAD?! I SHOULD BE CHEERING-- ISN'T THIS WHAT I WANT, WHAT I'VE TRAINED AND WORKED FOR?!!
TO AVENGE MY BROTHER, I SWORE THE DEATHS OF ALL THE X-MEN-- SO XAVIER WOULD SUFFER AS MY PARENTS HAVE-- BEFORE I FINALLY TOOK HIS LIFE AS WELL.

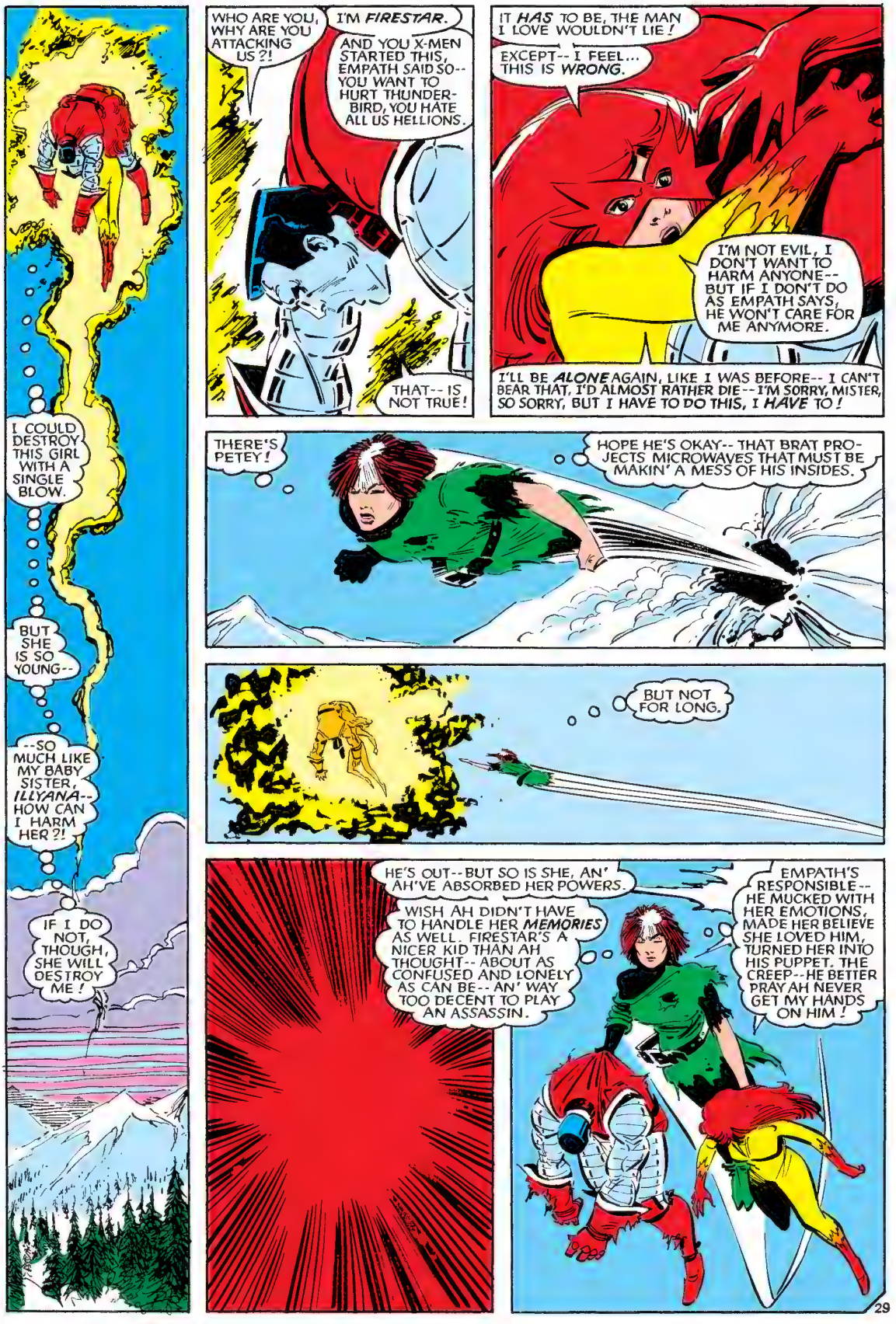
ALL I HAVE TO DO IS SEAL THIS ESCAPE HATCH AND THE DEED IS DONE--
--BUT I CAN'T--
--I CAN'T!!

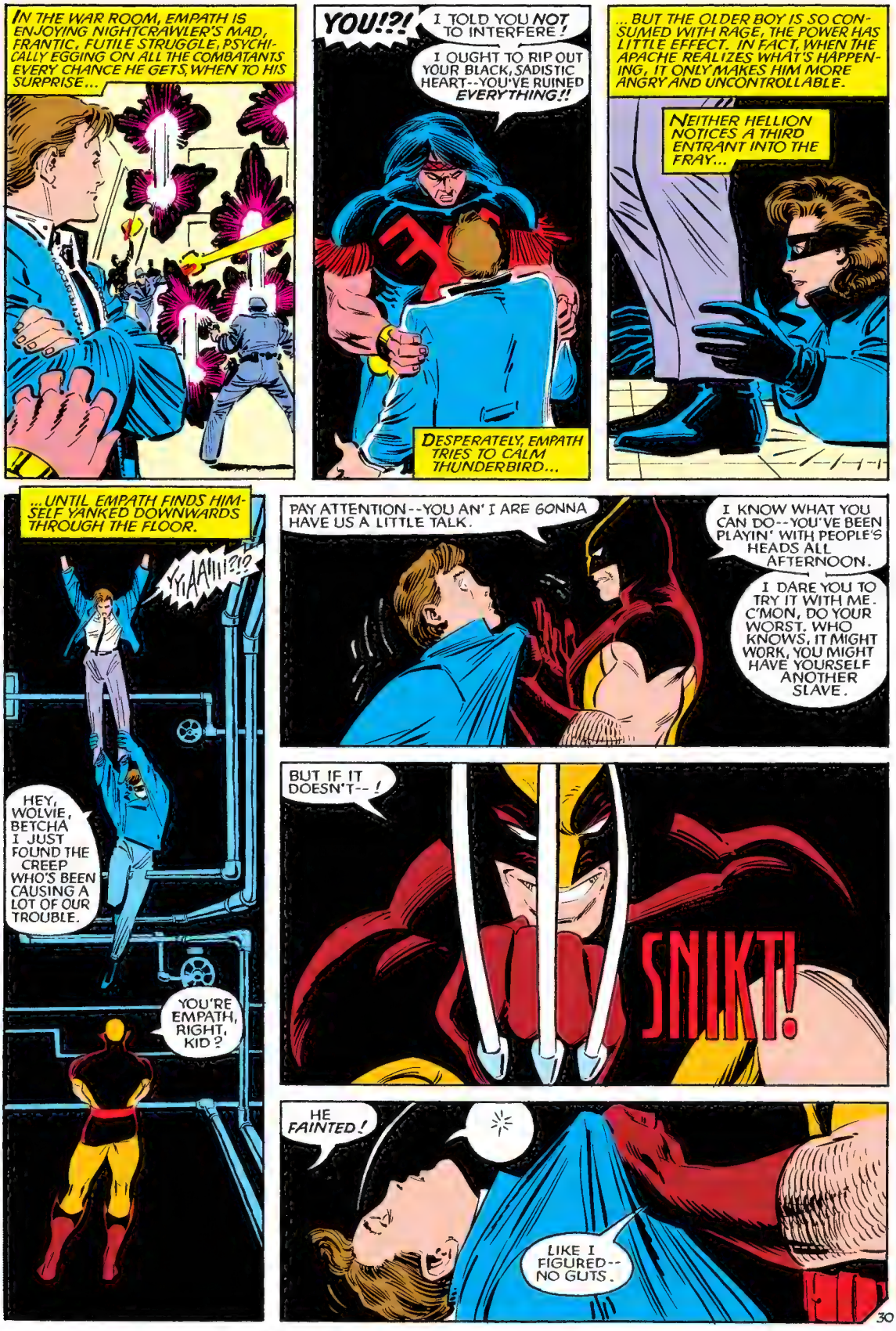

WHAT'S THE MATTER WITH ME?! WHY IS MY TRIUMPH TURNING TO ASHES?!!
TRUE, THESE ARE X-MEN, BUT THEY HAD NOTHING TO DO WITH JOHN'S DEATH-- THE GIRL WASN'T EVEN A MEMBER, THEN. HOW CAN I SLAUGHTER AN INNOCENT?!
DOESN'T HONOR DEMAND IT?! I THOUGHT SO-- BUT I'M NO LONGER SURE.
IF I GOT THEM OUT IN TIME, FRESH OXYGEN AND THE ANTIDOTE FROM THAT FIRST AID LOCKER SHOULD COUNTER-ACT THE EFFECTS OF THE GAS.
BUT WHAT'S BECOME OF ME-- WHERE DO I GO, WHAT'LL I DO?! I SHOULD HAVE SLAIN THEM, BUT I COULDN'T-- BECAUSE I'M A COWARD!
I'VE DISGRACED MYSELF AS AN APACHE AND A MAN-- I'VE BETRAYED MY BROTHER! THERE'S ONLY ONE WAY TO MAKE AMENDS--
--BY SLAYING JOHNNY'S MURDERER, CHARLES XAVIER!
MEANWHILE...
WHAT'S THAT?!
ALARMS!?!
BUT THEY CAN'T HAVE ANY-THING TO DO WITH US--!
CLANGA LANGA
OOGAH
WHOOPWHOOP!
SURPRISE, SUCKERS!
AIN'T NOTHIN' CAN HIDE-- OR ESCAPE-- FROM THE SECBOTS!
SO MUCH FOR THAT IDEA.
SOME-THING'S GONE WRONG!
GIANT ROBOTS-- WITH MEN INSIDE!
CRASH!
HOLD THE FORT, COLOSSUS-- DON'T LET THEM NEAR RACHEL--
-- I'M GOING FOR REENFORCEMENTS!
BAMF!
DON'T BE LONG, NIGHTCRAWLER.
THESE ODDS MAY BE A BIT MUCH, EVEN FOR ME!

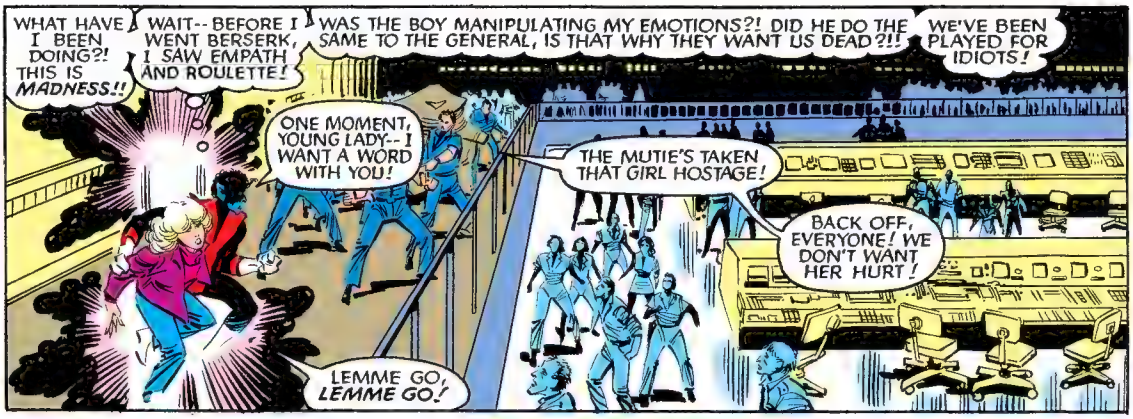

THIS QUICK ENOUGH FOR YOU?
TRY NOT TO HURT ANYONE-- THESE SOLDIERS AREN'T OUR ENEMIES--
--UHNNNFF!
THE HELMET'S LOCKED TIGHT-- I CAN'T DISLODGE IT!
ZUM TEUFEL!?!
CATCHWEB! THE MORE I STRUGGLE--
--THE TIGHTER IT GETS!
CAN'T BREATHE-- OR CONCENTRATE TO TELEPORT-- GRAYING OUT--*
NIGHTCRAWLER HAS BEEN CAPTURED!
ROGUE, A FASTBALL SPECIAL, QUICKLY!
MY PLEASURE, BIG GUY!
AS HARD AS SHE CAN, ROGUE HURLS HER MASSIVE TEAMMATE INTO THE SECBOTS' MIDST...
WHAMMO!
...WITH SPECTACULARLY IMPRESSIVE RESULTS.


I DON'T UNDERSTAND THE GENERAL'S ORDER, IT MAKES NO SENSE. I WAS HERE WHEN THE X-MEN SAVED OUR BUTTS FROM THAT NEFARIA BONZO.
THERE'S GOT TO BE AN EXPLANATION--AND MAYBE MY PRISONER CAN GIVE IT TO ME.
PILE ON, FELLAS--WE'VE NAILED THE TIN GUY BUT GOOD!
SMASH!
IS THAT SO?
BASH!
SLASH!
DASH!
MASH!
RAY--SNAP OUT OF IT, GIRL, WE NEED YOU!
RACHEL!
NO USE. SHE CAN'T HEAR ME--OR WON'T.
SUDDENLY, WITHOUT WARNING...
OH, GOLLY--COLOSSUS IS EVEN BIGGER THAN I HEARD!
BUT MANUEL'S SAYS HE'S THE MOST DANGEROUS.
LENIN'S GHOST!?!
HE'S MY FIRST TARGET!
HEAT FLASH--FROM THAT GIRL--
GOTTA SHIELD RAY'S BODY WITH MY OWN--!

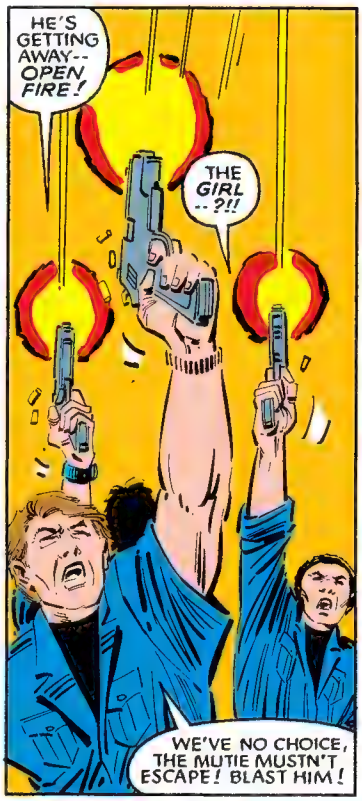
SEARING THROUGH SOLID ROCK AS EASILY AS AIR...
...FIRESTAR SOON REACHES OPEN SKY...
...WHILE BEHIND HER...
I HOPE THAT CHICK'S ON OUR SIDE. AS SHE WENT BY, SHE SIZZLED MY ON-BOARD ELECTRONICS--MOST OF MY SYSTEMS ARE TOTALLY DYS-FUNCTIONAL.
THOSE X-BROADS LOOK PRETTY MUCH FINISHED, TOO.
LET'S MAKE SURE.
WHAT'S THIS, CAPTAIN?
AN X-MAN, SIR-- I FIGURED YOU'D WANT TO INTERROGATE HIM.
HERR GENERAL, I AM NIGHT-CRAWLER-- PLEASE, LET ME EXPLAIN!
DON'T BOTHER.
NOTHING YOU SAY CAN POSSIBLY MAKE A DIFFERENCE.
MORRISON
YOU HAVE YOUR ORDERS, CAPTAIN. EXECUTE THEM.
SIR, HE'S A PRISONER--!
IT, CAPTAIN, IS A MUTIE.
AN ENEMY OF OUR RACE.
KILL IT!
NICE GUY.
THANKS TO ME. WATCH WHAT HAPPENS...
"... WHEN I DRIVE THE 'NOBLE' NIGHTCRAWLER BERSERK WITH RAGE AND HATRED.
BAMF!
FOOLS! YOU HAD A CHANCE TO END THIS PEACEABLY.
NOW YOU'LL LEARN WHAT IT'S TRULY LIKE...
...TO HAVE A MUTANT AS A MOST DEADLY FOE!
NO BONDS CAN HOLD A TELEPORTER-- AND NONE OF YOU HAVE THE POWER TO STOP ME...
...AS I AND MY COMRADES BRING YOUR VAUNTED FORTRESS DOWN ABOUT YOUR MISBEGOTTEN INHUMAN EARS!


I COULD DESTROY THIS GIRL WITH A SINGLE BLOW.
BUT SHE IS SO YOUNG--
--SO MUCH LIKE MY BABY SISTER, ILLYANA-- HOW CAN I HARM HER?!
IF I DO NOT, THOUGH, SHE WILL DESTROY ME!
WHO ARE YOU, WHY ARE YOU ATTACKING US?!
I'M FIRESTAR.
AND YOU X-MEN STARTED THIS, EMPATH SAID SO-- YOU WANT TO HURT THUNDER-BIRD, YOU HATE ALL US HELLIONS.
THAT-- IS NOT TRUE!
IT HAS TO BE, THE MAN I LOVE WOULDN'T LIE!
EXCEPT-- I FEEL... THIS IS WRONG.
I'M NOT EVIL, I DON'T WANT TO HARM ANYONE-- BUT IF I DON'T DO AS EMPATH SAYS, HE WON'T CARE FOR ME ANYMORE.
I'LL BE ALONE AGAIN, LIKE I WAS BEFORE-- I CAN'T BEAR THAT, I'D ALMOST RATHER DIE-- I'M SORRY, MISTER, SO SORRY, BUT I HAVE TO DO THIS, I HAVE TO!
THERE'S PETEY!
HOPE HE'S OKAY-- THAT BRAT PROJECTS MICROWAVES THAT MUST BE MAKIN' A MESS OF HIS INSIDES.
BUT NOT FOR LONG.
HE'S OUT-- BUT SO IS SHE, AN' AH'VE ABSORBED HER POWERS.
WISH AH DIDN'T HAVE TO HANDLE HER MEMORIES AS WELL. FIRESTAR'S A NICER KID THAN AH THOUGHT-- ABOUT AS CONFUSED AND LONELY AS CAN BE-- AN' WAY TOO DECENT TO PLAY AN ASSASSIN.
EMPATH'S RESPONSIBLE-- HE MUCKED WITH HER EMOTIONS, MADE HER BELIEVE SHE LOVED HIM, TURNED HER INTO HIS PUPPET. THE CREEP-- HE BETTER PRAY AH NEVER GET MY HANDS ON HIM!


IN THE WAR ROOM, EMPATH IS ENJOYING NIGHTCRAWLER'S MAD, FRANTIC, FUTILE STRUGGLE, PSYCHICALLY EGGING ON ALL THE COMBATANTS EVERY CHANCE HE GETS, WHEN TO HIS SURPRISE...
YOU!?!
I TOLD YOU NOT TO INTERFERE!
I OUGHT TO RIP OUT YOUR BLACK, SADISTIC HEART--YOU'VE RUINED EVERYTHING!!
DESPERATELY, EMPATH TRIES TO CALM THUNDERBIRD...
...BUT THE OLDER BOY IS SO CONSUMED WITH RAGE, THE POWER HAS LITTLE EFFECT. IN FACT, WHEN THE APACHE REALIZES WHAT'S HAPPENING, IT ONLY MAKES HIM MORE ANGRY AND UNCONTROLLABLE.
NEITHER HELLION NOTICES A THIRD ENTRANT INTO THE FRAY...
...UNTIL EMPATH FINDS HIMSELF YANKED DOWNWARDS THROUGH THE FLOOR.
YYAAA!!!?!?
HEY, WOLVIE, BETCHA I JUST FOUND THE CREEP WHO'S BEEN CAUSING A LOT OF OUR TROUBLE.
YOU'RE EMPATH, RIGHT, KID?
PAY ATTENTION--YOU AN' I ARE GONNA HAVE US A LITTLE TALK.
I KNOW WHAT YOU CAN DO--YOU'VE BEEN PLAYIN' WITH PEOPLE'S HEADS ALL AFTERNOON.
I DARE YOU TO TRY IT WITH ME. C'MON, DO YOUR WORST. WHO KNOWS, IT MIGHT WORK, YOU MIGHT HAVE YOURSELF ANOTHER SLAVE.
BUT IF IT DOESN'T--!
SNIKT!
HE FAINTED!
LIKE I FIGURED--NO GUTS.

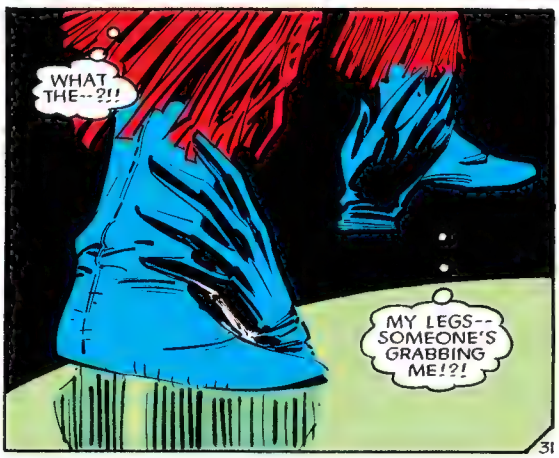

WHAT HAVE I BEEN DOING?! THIS IS MADNESS!!
WAIT-- BEFORE I WENT BERSERK, I SAW EMPATH AND ROULETTE!
ONE MOMENT, YOUNG LADY-- I WANT A WORD WITH YOU!
LEMME GO, LEMME GO!
WAS THE BOY MANIPULATING MY EMOTIONS?! DID HE DO THE SAME TO THE GENERAL, IS THAT WHY THEY WANT US DEAD?!!
WE'VE BEEN PLAYED FOR IDIOTS!
THE MUTIE'S TAKEN THAT GIRL HOSTAGE!
BACK OFF, EVERYONE! WE DON'T WANT HER HURT!

CERTAINLY, FRAULEIN.
NO!
THE STRAIN OF 'PORTING TOOK THE FIGHT OUT OF HER. I WISH OUR OTHER PROBLEMS COULD BE DEALT WITH AS EASILY.
EVEN WITH-OUT EMPATH WARPING THEIR EMOTIONS, I DOUBT I CAN PERSUADE ANY-ONE HERE TO BELIEVE ME. TO THEM, THE X-MEN MUST SEEM LIKE SABOTEURS-- OR WORSE!

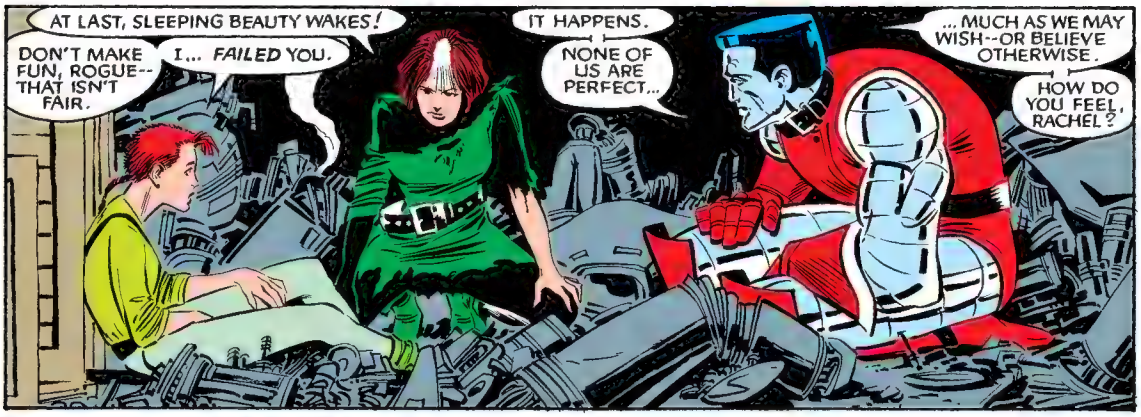

HE'S GETTING AWAY-- OPEN FIRE!
THE GIRL --?!!
WE'VE NO CHOICE, THE MUTIE MUSTN'T ESCAPE! BLAST HIM!

YIAOUCH!
THIS IS A LITTLE TOO CLOSE FOR COMFORT! I'D BETTER MAKE TRACKS BEFORE THEY SEND SECBOTS INTO THESE VENTILATING DUCTS AFTER ME.
NO RESPONSE TO MY COMCALLS. THE OTHERS MUST BE HAVING AN EQUALLY ROUGH TIME. WHAT A MESS!

I DON'T BELIEVE IT, THIS IS A DISASTER, IT ISN'T WHAT I INTENDED AT ALL!
THANKS TO MY TEAMMATES --WHO SAID THEY WERE DOING IT FOR ME-- INNOCENT PEOPLE HAVE BEEN HURT, AND MAY YET BE KILLED! AND IT'LL BE MY FAULT!
MY PATH-- MY GOAL-- SEEMED SO CERTAIN, SO RIGHT, WHEN I BEGAN, HOW COULD EVERY-THING HAVE GONE SO TERRIBLY WRONG?!


WHAT THE--?!!
MY LEGS-- SOMEONE'S GRABBING ME!?!

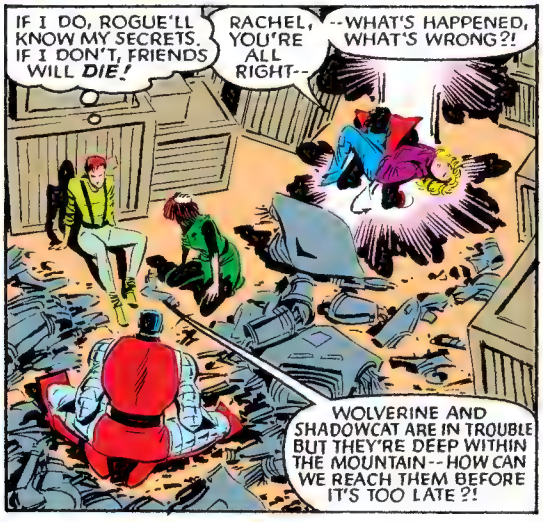
PRYDE?!!
YOU WON'T GET ME SO EASILY, GIRL!
MISSED HIM, WOLVIE, SORRY.
HE WAS TOO DARN FAST.
NO SIGN OF NIGHT-CRAWLER OR ROULETTE, EITHER.
I HOPE THAT MEANS AT LEAST KURT GOT AWAY.
LET'S ASSUME HE DID AN' FOLLOW HIS EXAMPLE.
Y'KNOW, PROUDSTAR DIDN'T LOOK SO HOT--HE WAS REALLY RANTING AT EMPATH--I WONDER IF THIS IS WHAT HE MEANT TO HAPPEN? I MEAN, IF HE WANTED TO KILL US, WHY SAVE OUR LIVES?
WHO CAN SAY, DARLIN'--THE ONLY THING FOR US TO DO IS SLOG AN' SCRAP OUR WAY TO THE FINISH, AN' MAKE SURE WE'RE AMONG THE SURVIVORS.
HEY, ISN'T THAT WHAT THE X-MEN DO BEST?
FROM THE FILES--AND WHAT YOU GUYS TOLD ME ABOUT HIM--JOHN PROUDSTAR WAS A PRETTY DECENT FELLA.
TOO BAD HIS KID BROTHER TURNED OUT SUCH A STINKER.
YUP.
JOHNNY WAS A LOT LIKE ME--SHOOT!?!
MAKE A MOVE, MUTIES--
--AND WE'LL BE GLAD TO!


AT LAST, SLEEPING BEAUTY WAKES!
DON'T MAKE FUN, ROGUE--THAT ISN'T FAIR.
I... FAILED YOU.
IT HAPPENS.
NONE OF US ARE PERFECT...
...MUCH AS WE MAY WISH--OR BELIEVE OTHERWISE.
HOW DO YOU FEEL, RACHEL?

MISERABLE--BUT PHYSICALLY OKAY.
THEY CARE SO MUCH FOR ME--THEY WANT TO HELP--BUT HOW CAN I TELL THEM WHAT I WAS, WHAT I DID, WHY CAN'T I JUST FORGET?!!
OHMI GOSH--LOGAN AND KITTY--I SENSE THEIR THOUGHTS!
HARD-EDGED--FEAR COLORED WITH PAIN--THEY'RE TRAPPED! THEY'RE FIGHTING HARD, BUT THEY'RE OUT-NUMBERED, THEY HAVEN'T A PRAYER!

IF YOU CAN TELEPATHICALLY "HEAR" THEM, RAY, YOU CAN LEAD US TO 'EM--C'MON!
NO, ROGUE--PLEASE, DON'T ASK THAT.
WHY?! AT LEAST TELL US WHY?!!
I... I...
MORE LOUSY TEARS--!

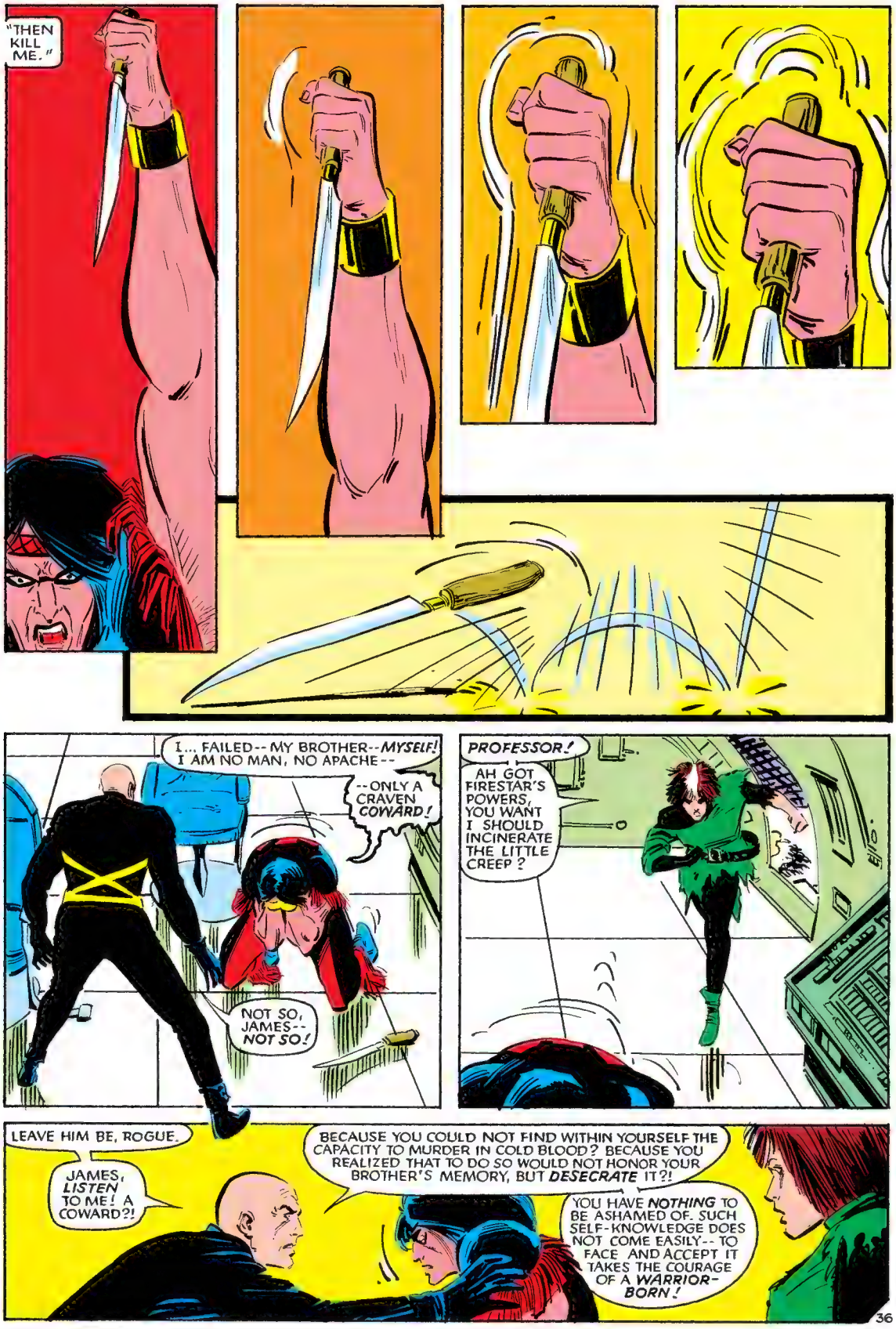
NEVER MIND--AH'LL DO IT! TAKE MY HAND, GIRL, LEMME ABSORB YOUR POWERS!

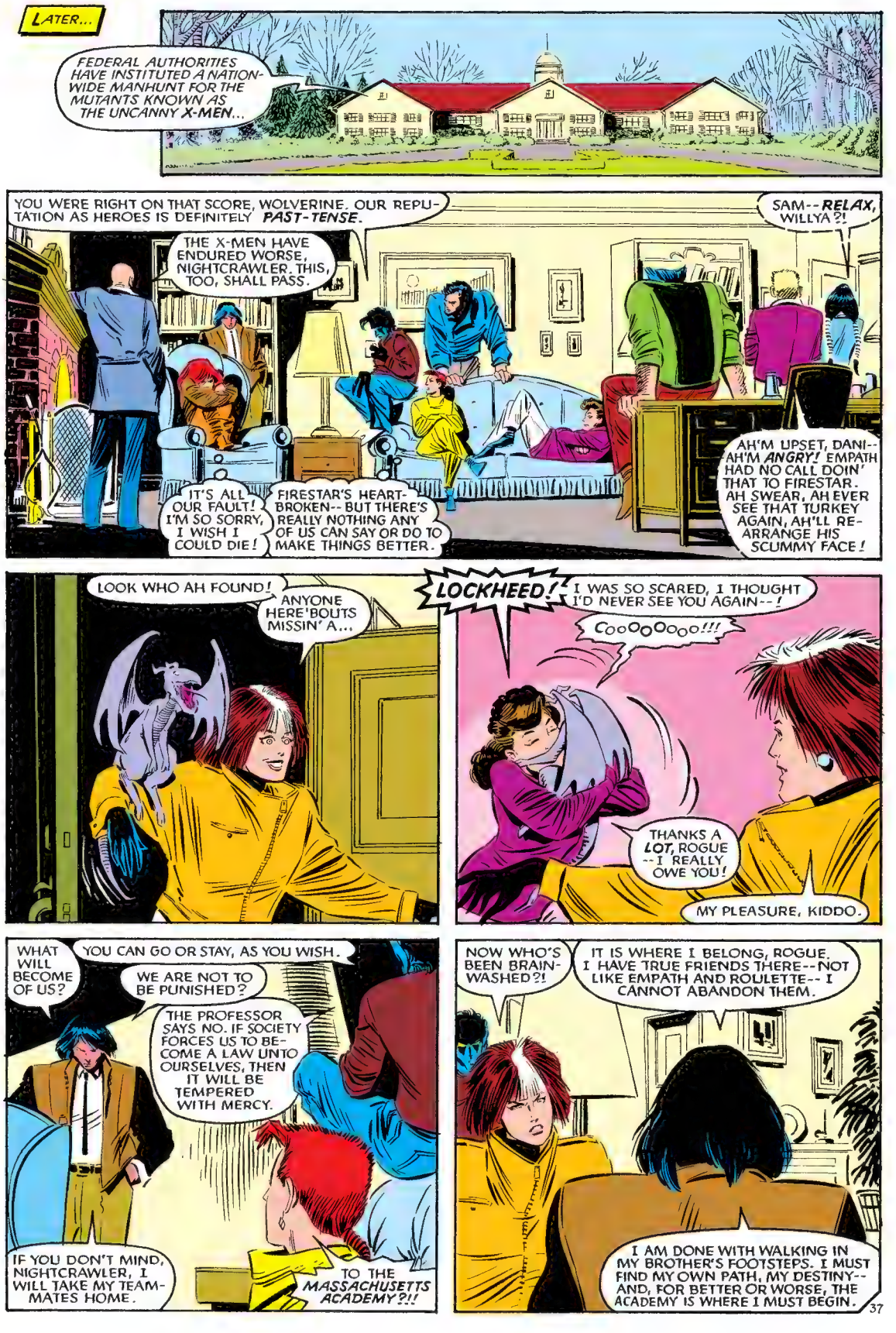

IF I DO, ROGUE'LL KNOW MY SECRETS. IF I DON'T, FRIENDS WILL DIE!
RACHEL, YOU'RE ALL RIGHT--
--WHAT'S HAPPENED, WHAT'S WRONG?!
WOLVERINE AND SHADOWCAT ARE IN TROUBLE BUT THEY'RE DEEP WITHIN THE MOUNTAIN--HOW CAN WE REACH THEM BEFORE IT'S TOO LATE?!

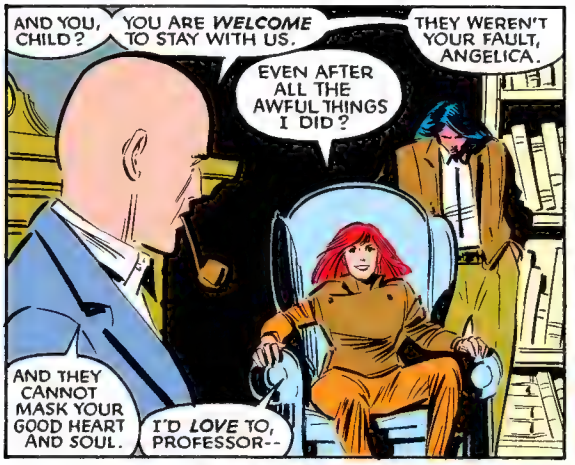
LEAVE THAT TO ME.
YOU CAN'T 'PORT BLIND--IT'S SUICIDE!
JA--UNLESS I HAVE SOMEONE TO GUIDE ME.
BUT THE MENTAL IMAGE I HAVE OF THEIR LOCATION--IT'S SO VAGUE.
IF IT'S ALL WE HAVE, LIEBCHEN...

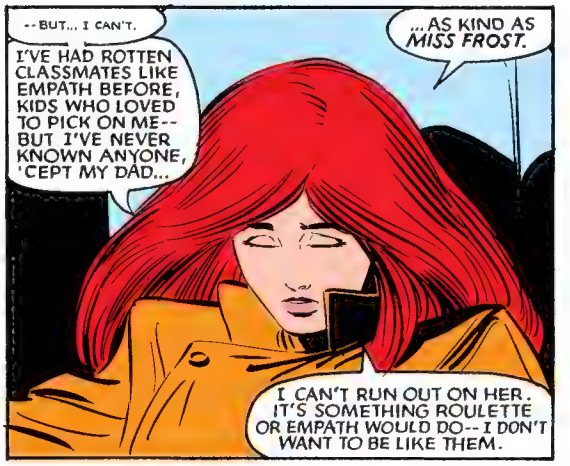
BUT YOU DON'T NEED TO ACCOMPANY ME. JUST FEED THE IMAGE INTO MY MIND.
IF YOU'RE WILLING TO TAKE THE RISK, FUZZY-ELF...
...THEN SO AM I.
THAT'S MY BRAVE GIRL!
I WISH!
BAMF!
LOOKS LIKE THERE'S HOPE FOR RED AFTER ALL.
PROUDSTAR'S STILL ON THE LOOSE, PETEY!
AH'LL COVER THE PROF!
I WILL FOLLOW AS SOON AS NIGHTCRAWLER RETURNS.
UNFORTUNATELY...
OPEN YOUR EYES, OLD MAN!
THE END OF YOUR LIFE IS AT HAND!
YOU TRY ANYTHING, WHITE EYES, I'LL GUT YOU.
THIS IS MY BROTHER'S KNIFE, HE TAUGHT ME HOW TO USE IT. AND THE WHITE QUEEN GAVE ALL US HELLIONS DEFENSES AGAINST YOUR MIND SORCERY.
JAMES PROUDSTAR!
I'M THUNDERBIRD!
I... REMEMBER BEING GASSED-- SOMEHOW, IT HAS INHIBITED MY PSI-POWERS, I CAN NEITHER PROJECT THOUGHTS NOR PERCEIVE THEM-- I COULDN'T MINDSTRIKE THE BOY, EVEN IF I WANTED TO.
INTERESTING-- JAMES' BODY LANGUAGE, THE WAY HE'S HOLDING THAT BLADE-- BESPEAK A STRONG AND FUNDAMENTAL INNER CONFLICT, THE BOY SEEMS AT ODDS WITH HIMSELF. HE DESIRES MY DEATH, YET RESISTS.
A PSISCAN WOULD CONFIRM THAT, AND SHOW ME HOW BEST TO HANDLE HIM-- INSTEAD, I'VE ONLY MY INSTINCTS AND INTELLIGENCE TO RELY ON.

I'VE NOTHING TO LOSE BY FIGHTING, JAMES, SINCE WHATEVER I DO YOU PLAN TO TAKE MY LIFE, ISN'T THAT SO?
SMART MAN-- GO TO THE HEAD OF THE CLASS-- BUT GUTSY, TOO, I'LL GIVE YOU THAT.
PRAISE INDEED. YOUR BROTHER SET ME A SPLENDID EXAMPLE. RARELY HAVE I SEEN SO COURAGEOUS A MAN.
SHUT YOUR MOUTH!
YOU'VE NO RIGHT TO SPEAK HIS NAME-- YOU KILLED HIM!
I WOULD HAVE GIVEN ANYTHING TO SAVE HIM...
... I WOULD GLADLY HAVE DIED IN HIS PLACE.
WORDS-- LOUSY WORDS!
THEY COME EASILY TO YOU WHITE-EYES-- AND THEY DON'T MEAN A THING!
JOHNNY PAID HIS DUES, HE HAD HIS WHOLE LIFE AHEAD OF HIM-- TILL YOU CAME ALONG!
IT WAS HIS CHOICE.
BULL! YOU'RE A TELEPATH, YOU CAN MAKE A MAN BELIEVE ANYTHING, DO ANYTHING!
"IF THAT IS WHAT YOU TRULY BELIEVE, JAMES, THEN I HAVE COMMITTED A GRIEVOUS CRIME, AND YOU MUST SLAY ME FOR IT-- SUCH IS NO LESS THAN I DESERVE. YOU HOLD HIS BLADE-- BE TRUE TO YOUR BELIEFS AND YOUR HATE--
"--AVENGE YOUR BROTHER! STRIKE!
"BUT DO YOU TRULY THINK SO LITTLE OF JOHN PROUDSTAR? YOU, WHO KNEW HIM BEST, CAN SEE HIM ENSLAVED BY ANY MAN, ANY FORCE, NO MATTER HOW POWERFUL?
"HIS WAS ONE OF THE NOBLEST, MOST INDOMITABLE SPIRITS I HAVE EVER KNOWN. I DOUBT HE COULD BE CONTROLLED EVEN FOR AN INSTANT, MUCH LESS ALL THE WEEKS HE WAS WITH THE X-MEN.
"HE JOINED ME OF HIS OWN FREE WILL, JAMES, AND OF THAT SAME FREE WILL, HE CHOSE THE MOMENT AND MANNER OF HIS DEATH.
LIAR!

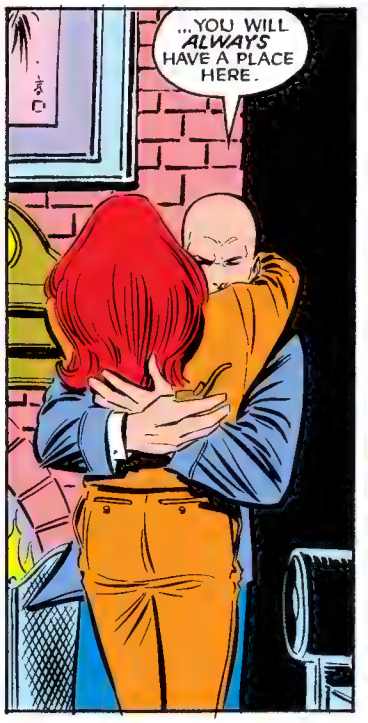

"THEN KILL ME."
I... FAILED--MY BROTHER--*MYSELF!* I AM NO MAN, NO APACHE--
--ONLY A CRAVEN *COWARD!*
NOT SO, JAMES-- *NOT SO!*
PROFESSOR!
AH GOT FIRESTAR'S POWERS, YOU WANT I SHOULD INCINERATE THE LITTLE CREEP?
LEAVE HIM BE, ROGUE.
JAMES, *LISTEN* TO ME! A COWARD?!
BECAUSE YOU COULD NOT FIND WITHIN YOURSELF THE CAPACITY TO MURDER IN COLD BLOOD? BECAUSE YOU REALIZED THAT TO DO SO WOULD NOT HONOR YOUR BROTHER'S MEMORY, BUT *DESECRATE* IT?!
YOU HAVE *NOTHING* TO BE ASHAMED OF. SUCH SELF-KNOWLEDGE DOES NOT COME EASILY-- TO FACE AND ACCEPT IT TAKES THE COURAGE OF A *WARRIOR-BORN!*


LATER...
FEDERAL AUTHORITIES HAVE INSTITUTED A NATION-WIDE MANHUNT FOR THE MUTANTS KNOWN AS THE UNCANNY X-MEN...
YOU WERE RIGHT ON THAT SCORE, WOLVERINE. OUR REPUTATION AS HEROES IS DEFINITELY PAST-TENSE.
THE X-MEN HAVE ENDURED WORSE, NIGHTCRAWLER. THIS, TOO, SHALL PASS.
SAM--RELAX, WILLYA?!
IT'S ALL OUR FAULT! I'M SO SORRY, I WISH I COULD DIE!
FIRESTAR'S HEART-BROKEN-- BUT THERE'S REALLY NOTHING ANY OF US CAN SAY OR DO TO MAKE THINGS BETTER.
AH'M UPSET, DANI-- AH'M ANGRY! EMPATH HAD NO CALL DOIN' THAT TO FIRESTAR. AH SWEAR, AH EVER SEE THAT TURKEY AGAIN, AH'LL RE-ARRANGE HIS SCUMMY FACE!
LOOK WHO AH FOUND!
ANYONE HERE'BOUTS MISSIN' A...
LOCKHEED!
I WAS SO SCARED, I THOUGHT I'D NEVER SEE YOU AGAIN--!
Cooooooo!!!
THANKS A LOT, ROGUE --I REALLY OWE YOU!
MY PLEASURE, KIDDO.
WHAT WILL BECOME OF US?
YOU CAN GO OR STAY, AS YOU WISH.
WE ARE NOT TO BE PUNISHED?
THE PROFESSOR SAYS NO. IF SOCIETY FORCES US TO BECOME A LAW UNTO OURSELVES, THEN IT WILL BE TEMPERED WITH MERCY.
IF YOU DON'T MIND, NIGHTCRAWLER, I WILL TAKE MY TEAMMATES HOME.
TO THE MASSACHUSETTS ACADEMY?!!
NOW WHO'S BEEN BRAINWASHED?!
IT IS WHERE I BELONG, ROGUE. I HAVE TRUE FRIENDS THERE--NOT LIKE EMPATH AND ROULETTE-- I CANNOT ABANDON THEM.
I AM DONE WITH WALKING IN MY BROTHER'S FOOTSTEPS. I MUST FIND MY OWN PATH, MY DESTINY-- AND, FOR BETTER OR WORSE, THE ACADEMY IS WHERE I MUST BEGIN.

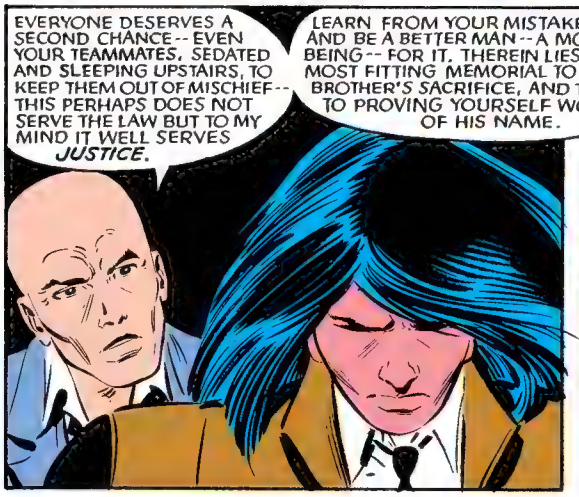

AND YOU, CHILD?
YOU ARE WELCOME TO STAY WITH US.
THEY WEREN'T YOUR FAULT, ANGELICA.
EVEN AFTER ALL THE AWFUL THINGS I DID?
AND THEY CANNOT MASK YOUR GOOD HEART AND SOUL.
I'D LOVE TO, PROFESSOR--


--BUT... I CAN'T.
I'VE HAD ROTTEN CLASSMATES LIKE EMPATH BEFORE, KIDS WHO LOVED TO PICK ON ME-- BUT I'VE NEVER KNOWN ANYONE, 'CEPT MY DAD...
...AS KIND AS MISS FROST.
I CAN'T RUN OUT ON HER. IT'S SOMETHING ROULETTE OR EMPATH WOULD DO-- I DON'T WANT TO BE LIKE THEM.

I UNDERSTAND.
I PRAY THE WHITE QUEEN PROVES DESERVING OF SUCH TRUST.
SHOULD CIRCUMSTANCES CHANGE, HOWEVER, ANGELICA...

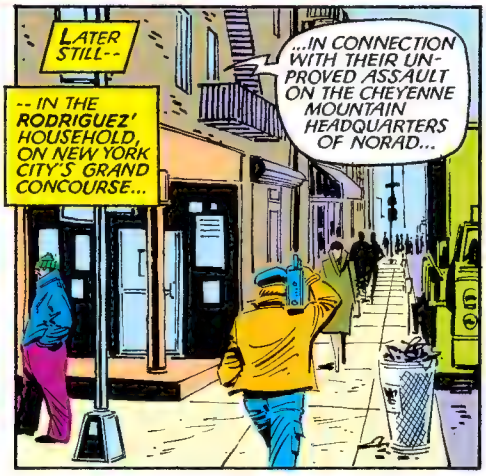

...YOU WILL ALWAYS HAVE A PLACE HERE.

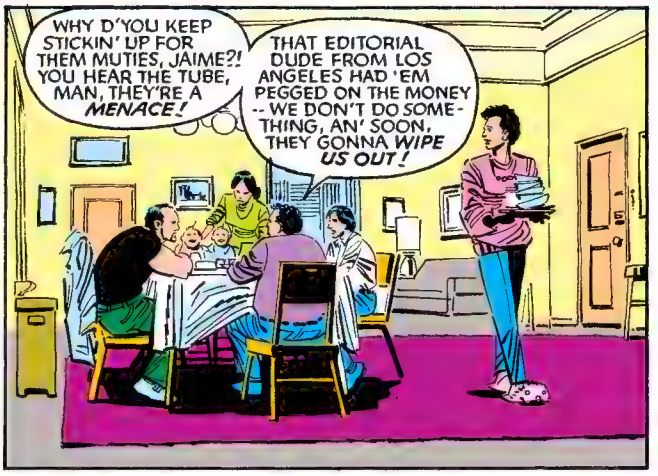
WOULD IT HELP, SIR, IF I TURNED MYSELF IN, TOLD THE FEDS WHAT REALLY HAPPENED? MAYBE THAT'D GET YOU OFF THE HOOK?!
NOTHING IN CHEYENNE MOUNTAIN WAS DAMAGED THAT WAS NOT EASILY-- AND IMMEDIATELY-- REPAIRED.
THE NATION WAS NEVER IN DANGER, JAMES-- AND YOU HAVE ENOUGH TO COPE WITH WITHOUT ADDING A POSSIBLE LIFETIME IN PRISON TO YOUR BURDENS.


EVERYONE DESERVES A SECOND CHANCE-- EVEN YOUR TEAMMATES, SEDATED AND SLEEPING UPSTAIRS, TO KEEP THEM OUT OF MISCHIEF-- THIS PERHAPS DOES NOT SERVE THE LAW BUT TO MY MIND IT WELL SERVES JUSTICE.
LEARN FROM YOUR MISTAKES, LAD, AND BE A BETTER MAN--A MORE HUMAN BEING-- FOR IT, THEREIN LIES THE TRUEST, MOST FITTING MEMORIAL TO YOUR BROTHER'S SACRIFICE, AND THE MEANS TO PROVING YOURSELF WORTHY OF HIS NAME.

I'LL... TRY, PROFESSOR--
--MY VERY BEST!

EPILOGUE


LATER STILL--
-- IN THE RODRIGUEZ' HOUSEHOLD, ON NEW YORK CITY'S GRAND CONCOURSE...
...IN CONNECTION WITH THEIR UN-PROVED ASSAULT ON THE CHEYENNE MOUNTAIN HEADQUARTERS OF NORAD...


WHY D'YOU KEEP STICKIN' UP FOR THEM MUTIES, JAIME?! YOU HEAR THE TUBE, MAN, THEY'RE A MENACE!
THAT EDITORIAL DUDE FROM LOS ANGELES HAD 'EM PEGGED ON THE MONEY -- WE DON'T DO SOME-THING, AN' SOON, THEY GONNA WIPE US OUT!

ESTUPIDO, LUIS-- THAT'S THE DUMBEST THING I EVER HEARD!
SOME MUTIES ARE BAD-- JUST LIKE SOME PEOPLE-- SINCE WHEN DO A FEW CROOKS SPEAK FOR THE WHOLE RACE?!
SUPPOSE THAT GUY WAS TALKIN' ABOUT BLACKS OR US LATINOS?
THAT'S DIFFERENT.

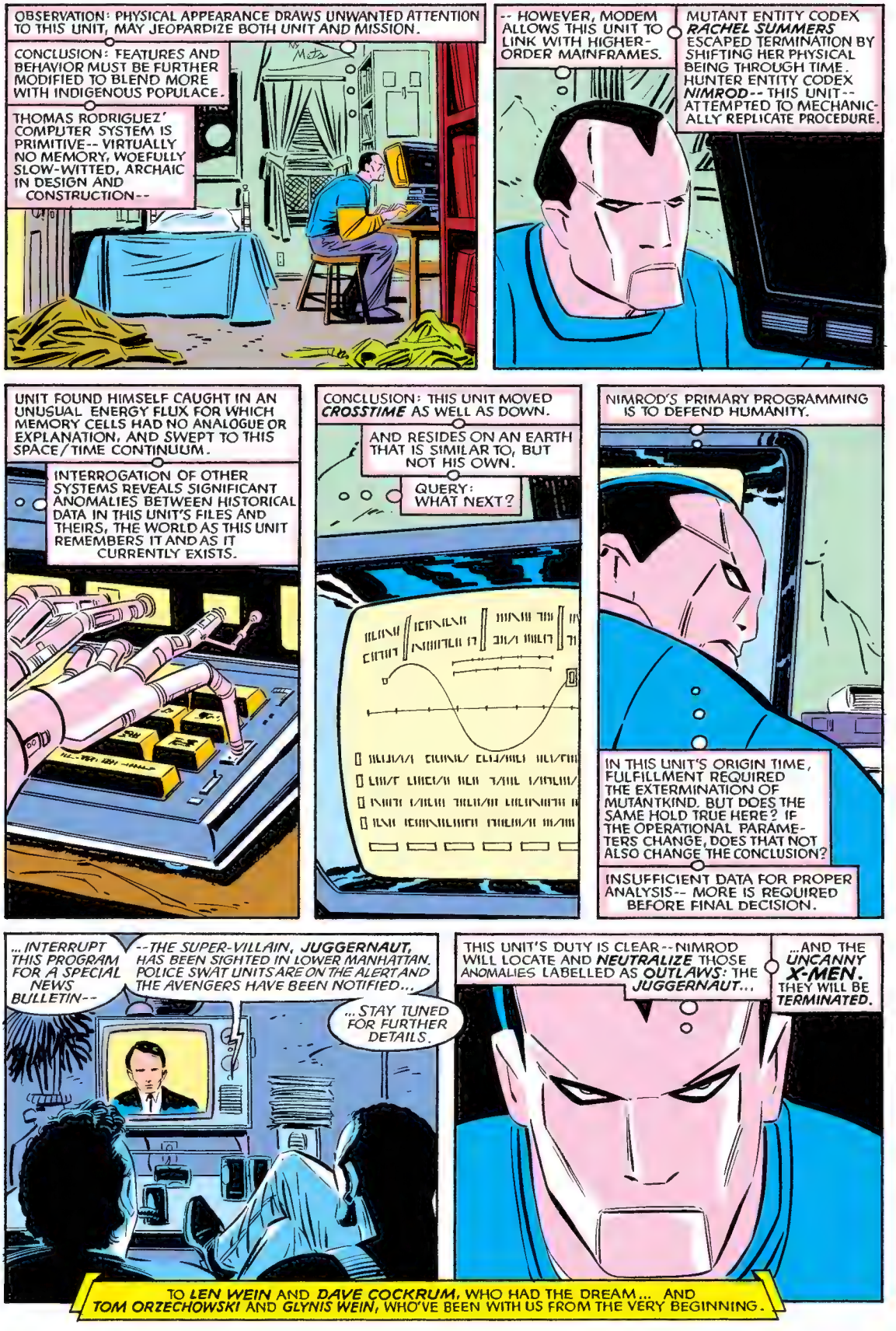
NO FOOLIN'?! YOU'VE KNOWN ME MY ENTIRE LIFE, SUPPOSE I WAS A MUTANT, WOULD THAT MEAN WE'RE NOT FRIENDS ANYMORE?!
YOU'RE TOMAS' GODFATHER, IF HE WERE A MUTANT WOULD YOU DISOWN HIM?!
YO, HERMANO, IF YOU GOTTA THINK ABOUT THE ANSWER--!
DON'T BE LIKE THAT, BRO'-- I KNOW YOU AN' TOMMY--!

WELL, I AIN'T SO SURE ANY-MORE I KNOW YOU, LUIS.
TOMAS--!
Uh, YEAH, POP?
WHAT'CHU' DOIN' OUT HERE, SON, IT'S A SCHOOL NIGHT, DON'T YOU HAVE HOMEWORK?

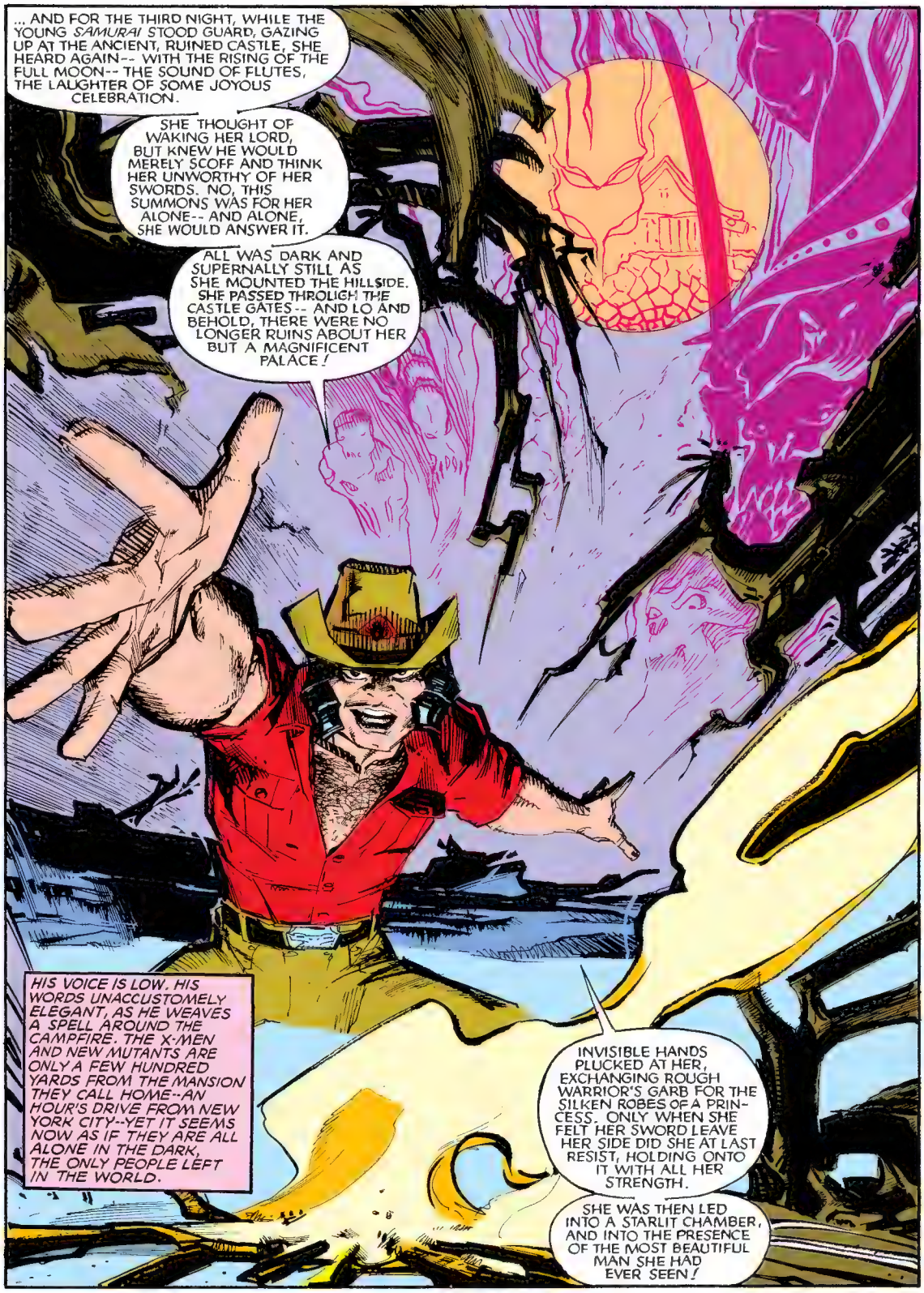
MOST OF IT'S DONE. NIMROD HELPED ME. HE ASKED TO BORROW MY COMPUTER FOR A FEW MINUTES, SO I FIGURED I'D TAKE A BREAK.
OKAY-- GO HELP YOUR MOTHER WITH THE DISHES.
DAD!
TOMAS!!
YESSIR.

THAT HOUSE-GUEST OF YOURS MAKES ME NERVOUS.
Y'KNOW WHAT, LUIS, I COULD CARE LESS. I WAS TAUGHT TO JUDGE A MAN BY WHAT HE DOES, NOT HOW HE LOOKS.
NIMROD SAVED MY LIFE, THAT MAKES HIM GOOD ENOUGH FOR ME!

*X-MEN #191, REMEMBER -- AnnN.


OBSERVATION: PHYSICAL APPEARANCE DRAWS UNWANTED ATTENTION TO THIS UNIT, MAY JEOPARDIZE BOTH UNIT AND MISSION.
CONCLUSION: FEATURES AND BEHAVIOR MUST BE FURTHER MODIFIED TO BLEND MORE WITH INDIGENOUS POPULACE.
THOMAS RODRIGUEZ' COMPUTER SYSTEM IS PRIMITIVE-- VIRTUALLY NO MEMORY, WOEFULLY SLOW-WITTED, ARCHAIC IN DESIGN AND CONSTRUCTION--
-- HOWEVER, MODEM ALLOWS THIS UNIT TO LINK WITH HIGHER-ORDER MAINFRAMES.
MUTANT ENTITY CODEX *RACHEL SUMMERS* ESCAPED TERMINATION BY SHIFTING HER PHYSICAL BEING THROUGH TIME. HUNTER ENTITY CODEX *NIMROD*-- THIS UNIT-- ATTEMPTED TO MECHANICALLY REPLICATE PROCEDURE.
UNIT FOUND HIMSELF CAUGHT IN AN UNUSUAL ENERGY FLUX FOR WHICH MEMORY CELLS HAD NO ANALOGUE OR EXPLANATION, AND SWEPT TO THIS SPACE/TIME CONTINUUM.
INTERROGATION OF OTHER SYSTEMS REVEALS SIGNIFICANT ANOMALIES BETWEEN HISTORICAL DATA IN THIS UNIT'S FILES AND THEIRS, THE WORLD AS THIS UNIT REMEMBERS IT AND AS IT CURRENTLY EXISTS.
CONCLUSION: THIS UNIT MOVED *CROSSTIME* AS WELL AS DOWN.
AND RESIDES ON AN EARTH THAT IS SIMILAR TO, BUT NOT HIS OWN.
QUERY: WHAT NEXT?
NIMROD'S PRIMARY PROGRAMMING IS TO DEFEND HUMANITY.
IN THIS UNIT'S ORIGIN TIME, FULFILLMENT REQUIRED THE EXTERMINATION OF MUTANTKIND. BUT DOES THE SAME HOLD TRUE HERE? IF THE OPERATIONAL PARAMETERS CHANGE, DOES THAT NOT ALSO CHANGE THE CONCLUSION?
INSUFFICIENT DATA FOR PROPER ANALYSIS-- MORE IS REQUIRED BEFORE FINAL DECISION.
...INTERRUPT THIS PROGRAM FOR A SPECIAL NEWS BULLETIN--
--THE SUPER-VILLAIN, *JUGGERNAUT*, HAS BEEN SIGHTED IN LOWER MANHATTAN. POLICE SWAT UNITS ARE ON THE ALERT AND THE AVENGERS HAVE BEEN NOTIFIED...
...STAY TUNED FOR FURTHER DETAILS.
THIS UNIT'S DUTY IS CLEAR--NIMROD WILL LOCATE AND *NEUTRALIZE* THOSE ANOMALIES LABELLED AS *OUTLAWS*: THE *JUGGERNAUT*...
...AND THE *UNCANNY X-MEN*. THEY WILL BE *TERMINATED*.
TO *LEN WEIN* AND *DAVE COCKRUM*, WHO HAD THE DREAM... AND *TOM ORZECHOWSKI* AND *GLYNIS WEIN*, WHO'VE BEEN WITH US FROM THE VERY BEGINNING.

MARVEL®
ANNUAL
© 1984 MARVEL COMICS GROUP
TM
$1.00
8
1984
02938
APPROVED BY THE COMICS CODE AUTHORITY
X-MEN®
ANNUAL


... AND FOR THE THIRD NIGHT, WHILE THE YOUNG *SAMURAI* STOOD GUARD, GAZING UP AT THE ANCIENT, RUINED CASTLE, SHE HEARD AGAIN-- WITH THE RISING OF THE FULL MOON-- THE SOUND OF FLUTES, THE LAUGHTER OF SOME JOYOUS CELEBRATION.
SHE THOUGHT OF WAKING HER LORD, BUT KNEW HE WOULD MERELY SCOFF AND THINK HER UNWORTHY OF HER SWORDS. NO, THIS SUMMONS WAS FOR HER ALONE-- AND ALONE, SHE WOULD ANSWER IT.
ALL WAS DARK AND SUPERNALLY STILL AS SHE MOUNTED THE HILLSIDE. SHE PASSED THROUGH THE CASTLE GATES-- AND LO AND BEHOLD, THERE WERE NO LONGER RUINS ABOUT HER BUT A MAGNIFICENT PALACE!
HIS VOICE IS LOW. HIS WORDS UNACCUSTOMELY ELEGANT, AS HE WEAVES A SPELL AROUND THE CAMPFIRE. THE X-MEN AND NEW MUTANTS ARE ONLY A FEW HUNDRED YARDS FROM THE MANSION THEY CALL HOME--AN HOUR'S DRIVE FROM NEW YORK CITY--YET IT SEEMS NOW AS IF THEY ARE ALL ALONE IN THE DARK, THE ONLY PEOPLE LEFT IN THE WORLD.
INVISIBLE HANDS PLUCKED AT HER, EXCHANGING ROUGH WARRIOR'S GARB FOR THE SILKEN ROBES OF A PRINCESS. ONLY WHEN SHE FELT HER SWORD LEAVE HER SIDE DID SHE AT LAST RESIST, HOLDING ONTO IT WITH ALL HER STRENGTH.
SHE WAS THEN LED INTO A STARLIT CHAMBER, AND INTO THE PRESENCE OF THE MOST BEAUTIFUL MAN SHE HAD EVER SEEN!

"LORD OF THE UNIVERSE AM I," SAID HE, "LONG HAVE I SOUGHT THE PERFECT SOUL WITH WHICH TO SHARE THE GLORY OF THE HEAVENS. JOIN ME, MY DEAREST LOVE, AND BE QUEEN OF ALL CREATION!"

HE HELD OUT HIS HAND, WHICH HAD CREATED AND DESTROYED WHOLE WORLDS, AND THE *SAMURAI* STEPPED FORWARD, ONLY TO GASP IN PAIN. HER OWN HAND WAS BLEEDING-- THOUGH HER BLADE WAS SHEATHED, IT HAD CUT HER!

"COME," THE LORD SAID, "YOUR DESTINY AWAITS. CAST ASIDE THAT FOOLISH TOY, AS YOU WILL SOON THE WORLD."

SHE WANTED TO, WITH ALL HER HEART. SHE HAD NO ILLUSIONS ABOUT HER LIFE OR FUTURE-- SHE WAS NO GREAT BEAUTY, NOR HAD SHE WEALTH, AND FEW *SAMURAI* WORTH THE NAME DIED OLD OR IN THEIR BEDS. SHE WOULD BE ALONE, WITHOUT HOME OR FAMILY, WITH NONE TO MOURN HER PASSING OR REMEMBER THAT SHE HAD EVER BEEN.

YET SHE DID NOT MOVE. "MY SWORD IS MY SOUL," SHE SAID WITH QUIET FINALITY. "I WILL NOT PART WITH IT.

"I AM SWORN TO THE SERVICE OF MY LORD, GREAT ONE. I CANNOT IN HONOR ABANDON HIM. THIS IS WHO I AM. IF I DO NOT REMAIN TRUE TO MY SELF, THEN HOW AM I WORTHY OF YOU OR YOUR LOVE? FORGIVE ME, BUT I CANNOT GO WITH YOU."

SHE FELT THE GREATEST OF WINDS AND HEARD THE MOST TERRIBLE OF CRIES-- AND FOUND HERSELF STANDING ALONE AND NAKED ATOP THAT BARREN HILL, HOLDING HER SWORD.

FOR LOVE, SHE HAD BEEN OFFERED THE UNIVERSE-- AND IN LOVE, HAD REFUSED IT.

snap

RAHNE, WHAT'S THAT?!!

I DINNA KNOW, 'BERTO-- I CANNA SEE-- *WHO'S THERE?!*

STORM! THE FIRE WAS BURNING LOW.

I THOUGHT TO GATHER MORE WOOD.

2

MY APOLOGIES IF I STARTLED ANYONE.

ORORO HAS WITHDRAWN SO DEEPLY INTO HERSELF SINCE HER POWERS WERE TAKEN FROM HER. I WANT TO HELP HER DEAL WITH HER LOSS...

...BUT SHE WON'T LET ME.

IN TRUTH, THOUGH, WHAT I MOST WISH TO DO IS RESTORE THOSE LOST ABILITIES. BUT I FEAR THAT IS BEYOND MY SKILLS-- BOTH AS TELEPATH AND MENTOR OF THE X-MEN--THE DAMAGE DONE STORM IS IRREVERSIBLE.

PROFESSOR XAVIER DON'T LOOK TOO HAPPY.

HE CARES A LOT ABOUT US, SAM-- MORE THAN HE'LL EVER LET ON-- WHEN WE HURT, HE HURTS.

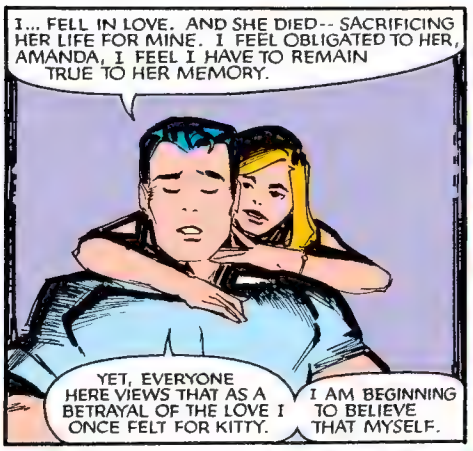
ORORO MUST FEEL SO AWFUL. I THINK I COULD HANDLE LOSING MY PHASING TALENT...

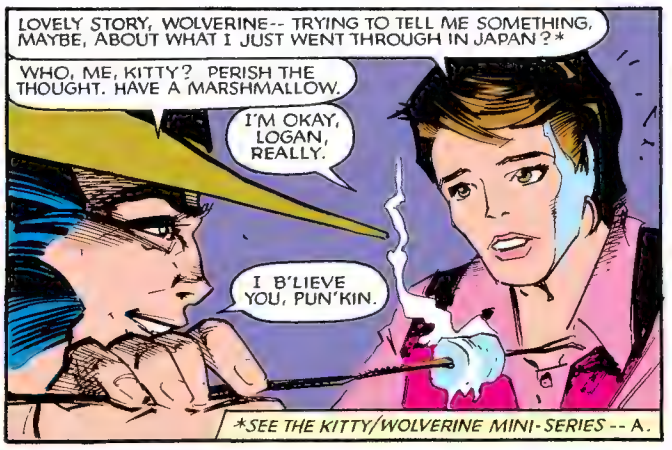
...BUT HER ELEMENTAL POWERS MADE HER ONE WITH THE EARTH--AND MAYBE EVEN LIFE ITSELF. THIS ISN'T FAIR, IT ISN'T RIGHT-- SHE NEVER DID ANYONE ANY HARM, WHY'D THIS HAVE TO HAPPEN TO HER?!!

3

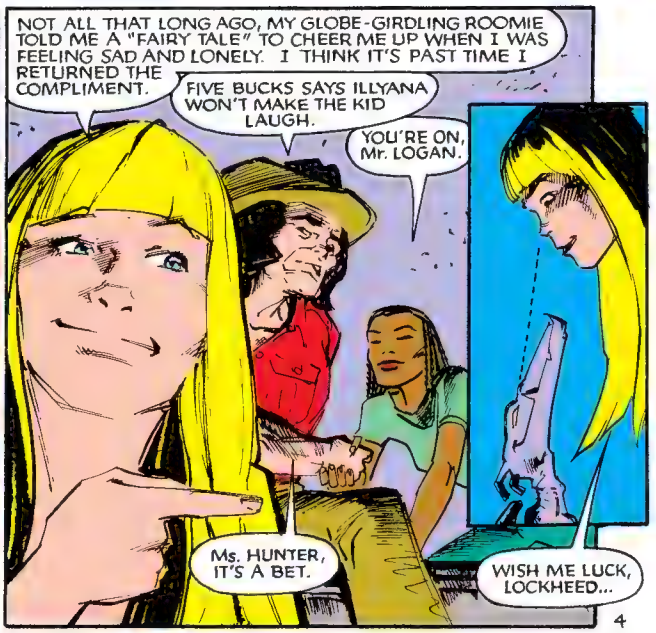
SPARE ME A MINUTE, LOVER?
OF COURSE-- BUT WHY?
YOUR BIG RUSSIAN BUDDY'S LOOKING *REAL* DOWN IN THE DUMPS.
JA--I'M AFRAID THESE HAVEN'T BEEN THE BEST OF TIMES, *LIEBCHEN*...
...FOR THE X-MEN, OR COLOSSUS.

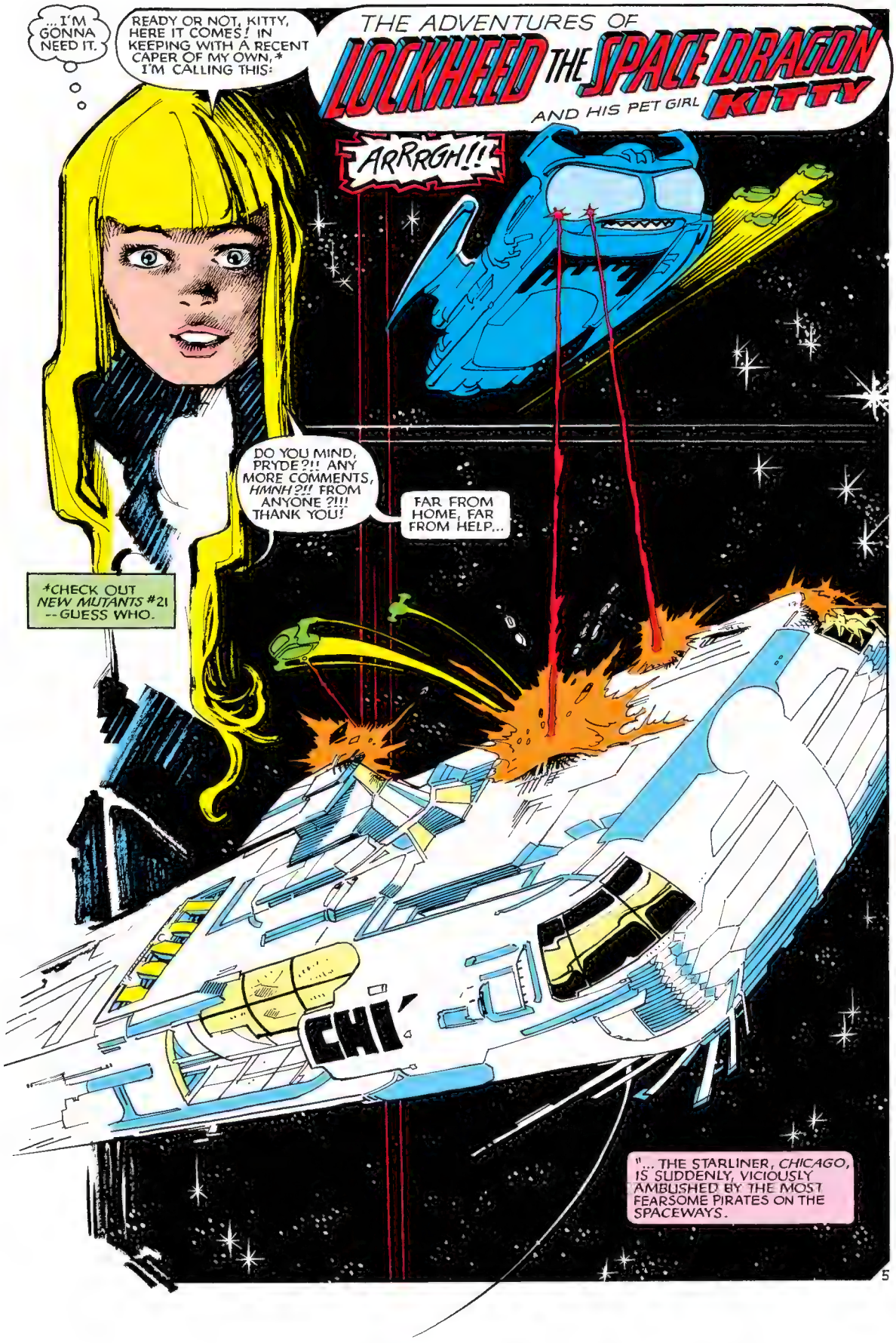
AMANDA!?!
COOKOUTS LIKE THIS, *PIOTR NIKOLIEVITCH*, ARE MEANT TO BE ENJOYED.
I AM NOT IN THE MOOD.
CARE TO TALK ABOUT IT?

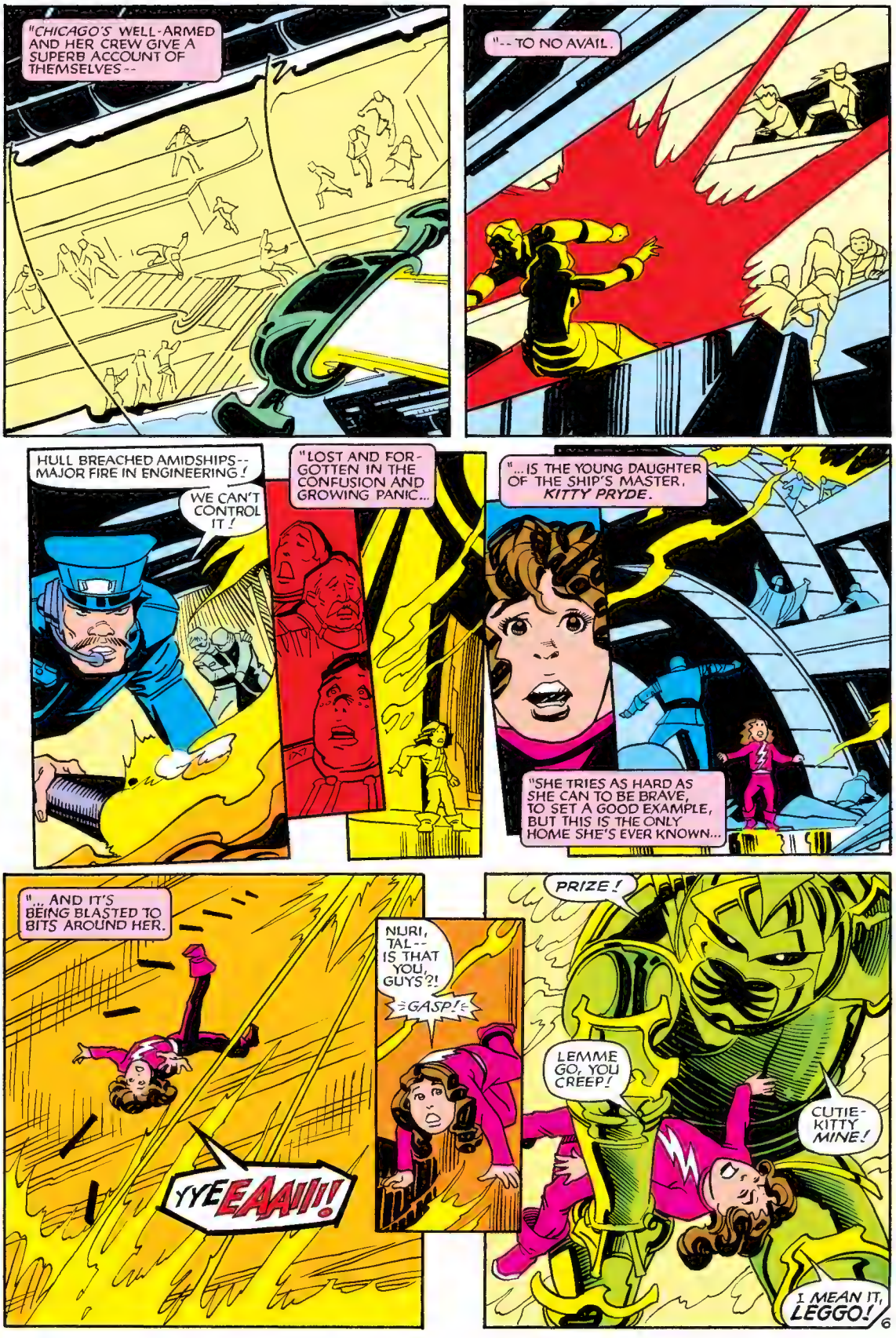

I... FELL IN LOVE. AND SHE DIED-- SACRIFICING HER LIFE FOR MINE. I FEEL OBLIGATED TO HER, AMANDA, I FEEL I HAVE TO REMAIN TRUE TO HER MEMORY.
YET, EVERYONE HERE VIEWS THAT AS A BETRAYAL OF THE LOVE I ONCE FELT FOR KITTY.
I AM BEGINNING TO BELIEVE THAT MYSELF.

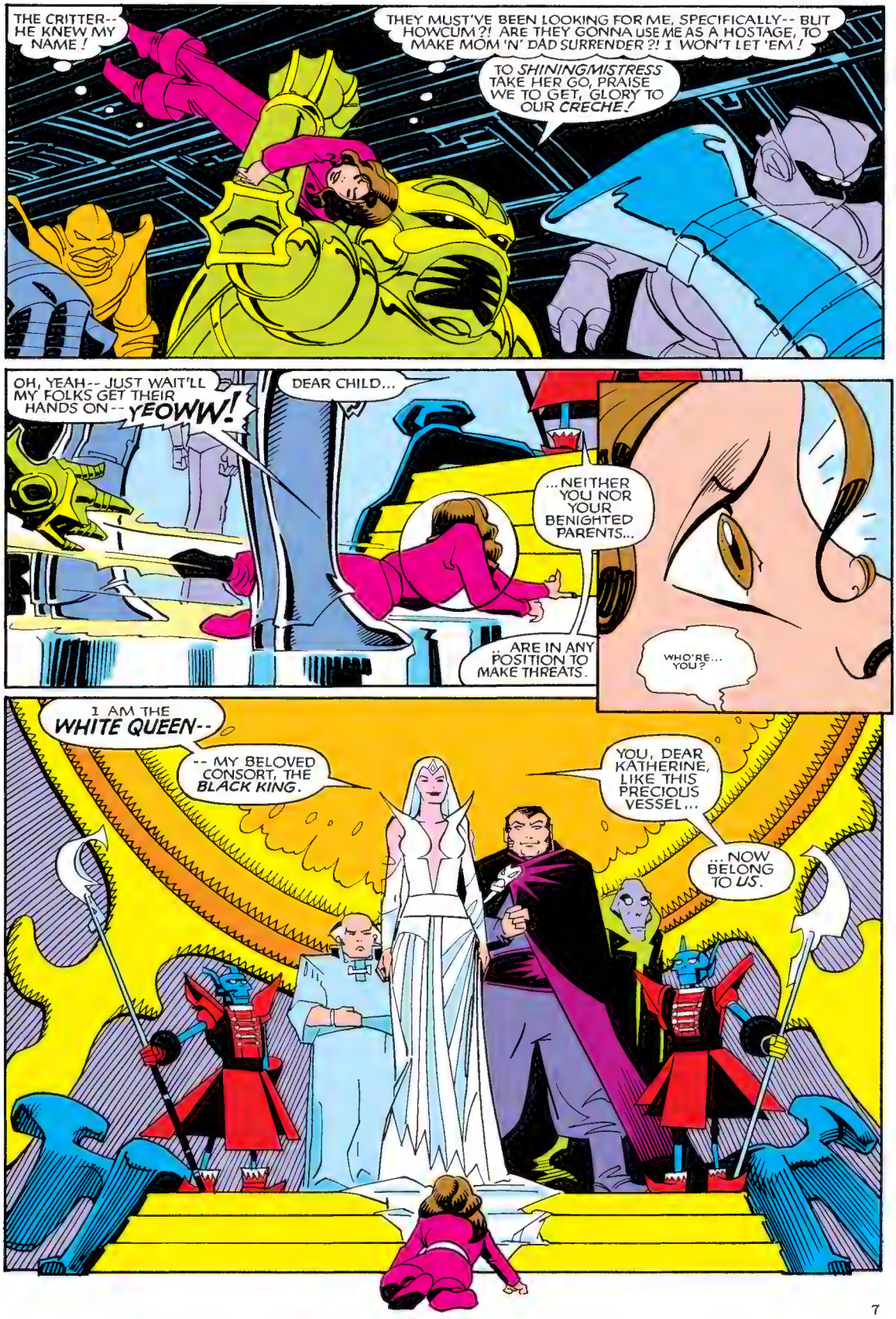

LOVELY STORY, WOLVERINE-- TRYING TO TELL ME SOMETHING, MAYBE, ABOUT WHAT I JUST WENT THROUGH IN JAPAN?*
WHO, ME, KITTY? PERISH THE THOUGHT. HAVE A MARSHMALLOW.
I'M OKAY, LOGAN, REALLY.
I B'LIEVE YOU, PUN'KIN.
*SEE THE KITTY/WOLVERINE MINI-SERIES -- A.

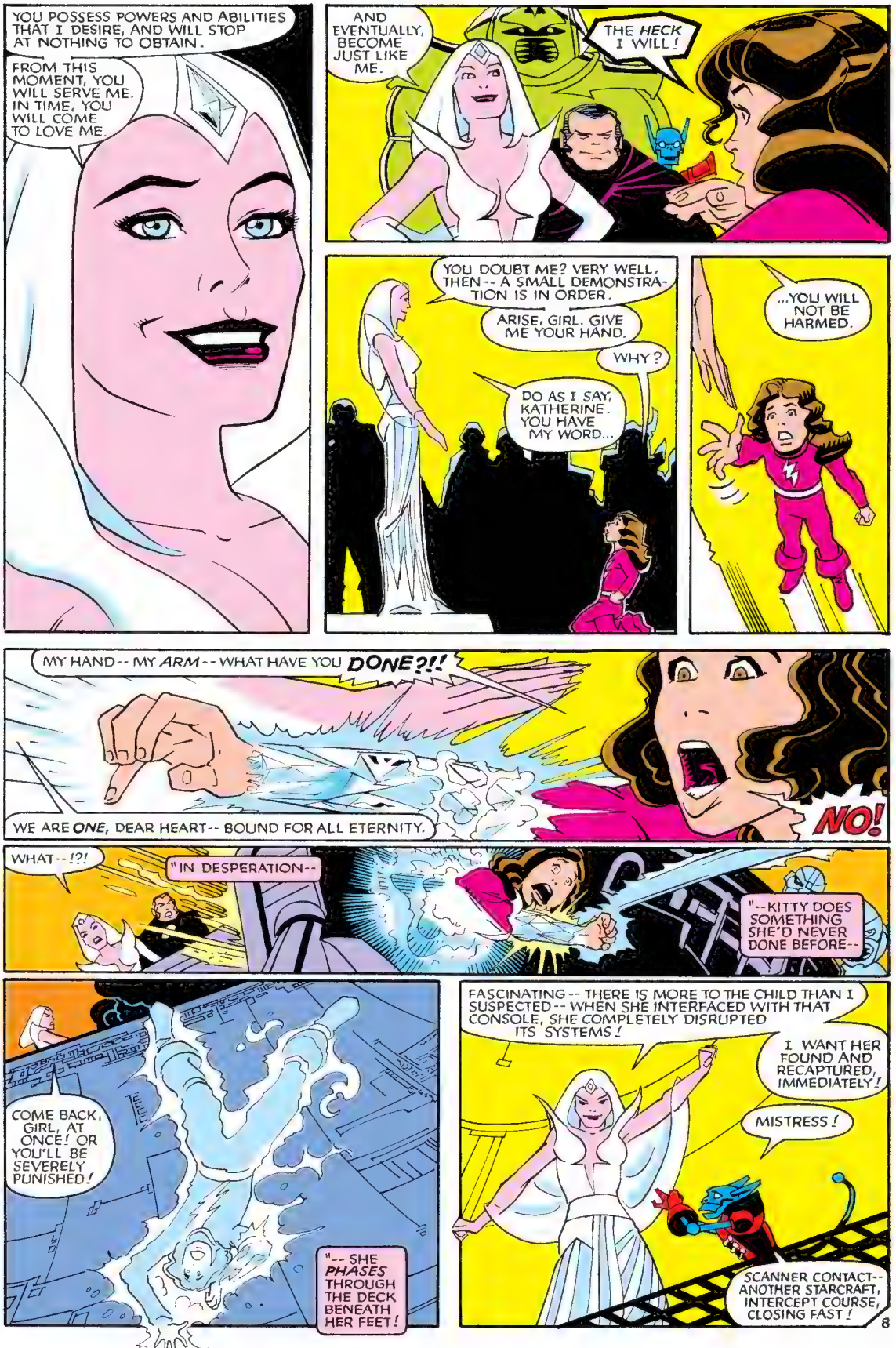
IT'S GETTING LATE, ALL. I SUGGEST WE BRING THIS EVENING'S FESTIVITIES TO A CLOSE...
NO!
BOO!
HISS!
MEANIE!
WE'RE NOT TIRED!
ANOTHER STORY, PROFESSOR-- *PLEEEASE!!!*

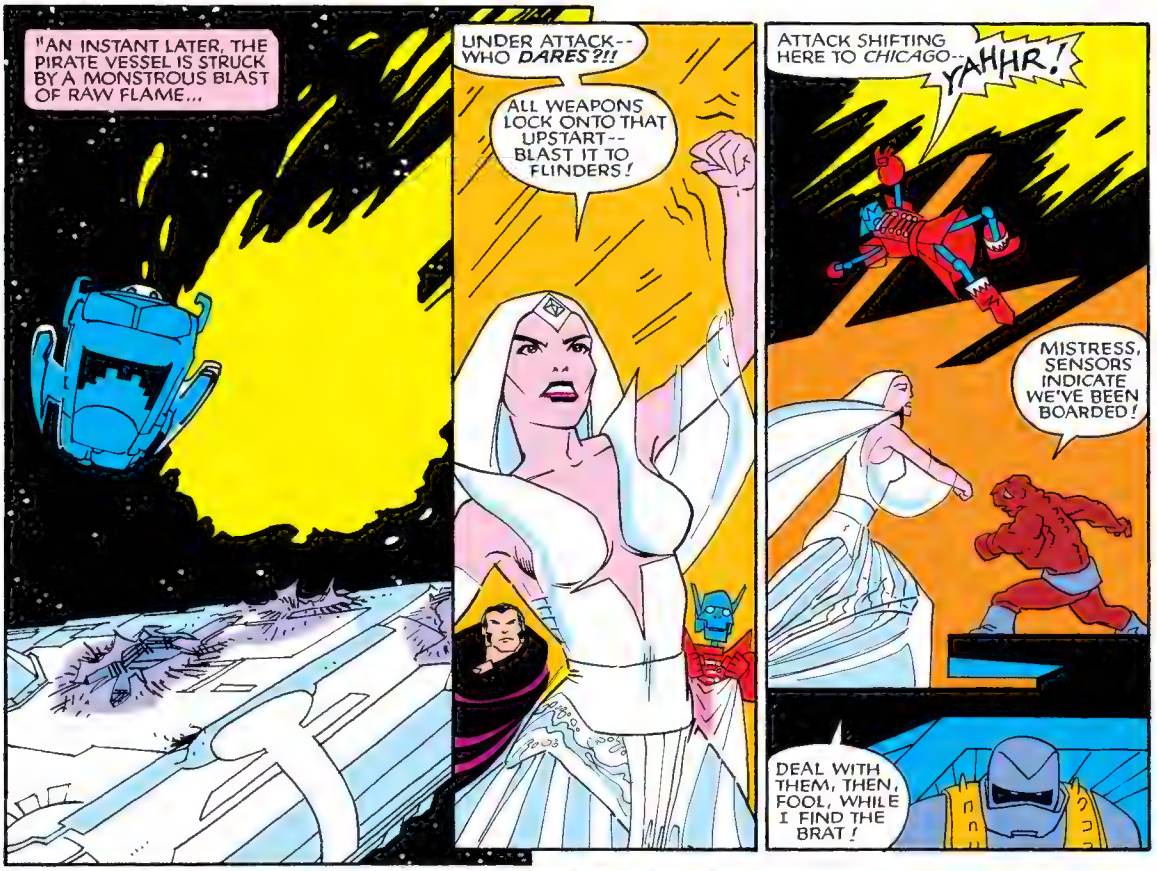

NOT ALL THAT LONG AGO, MY GLOBE-GIRDLING ROOMIE TOLD ME A "FAIRY TALE" TO CHEER ME UP WHEN I WAS FEELING SAD AND LONELY. I THINK IT'S PAST TIME I RETURNED THE COMPLIMENT.
FIVE BUCKS SAYS ILLYANA WON'T MAKE THE KID LAUGH.
YOU'RE ON, Mr. LOGAN.
Ms. HUNTER, IT'S A BET.
WISH ME LUCK, LOCKHEED...

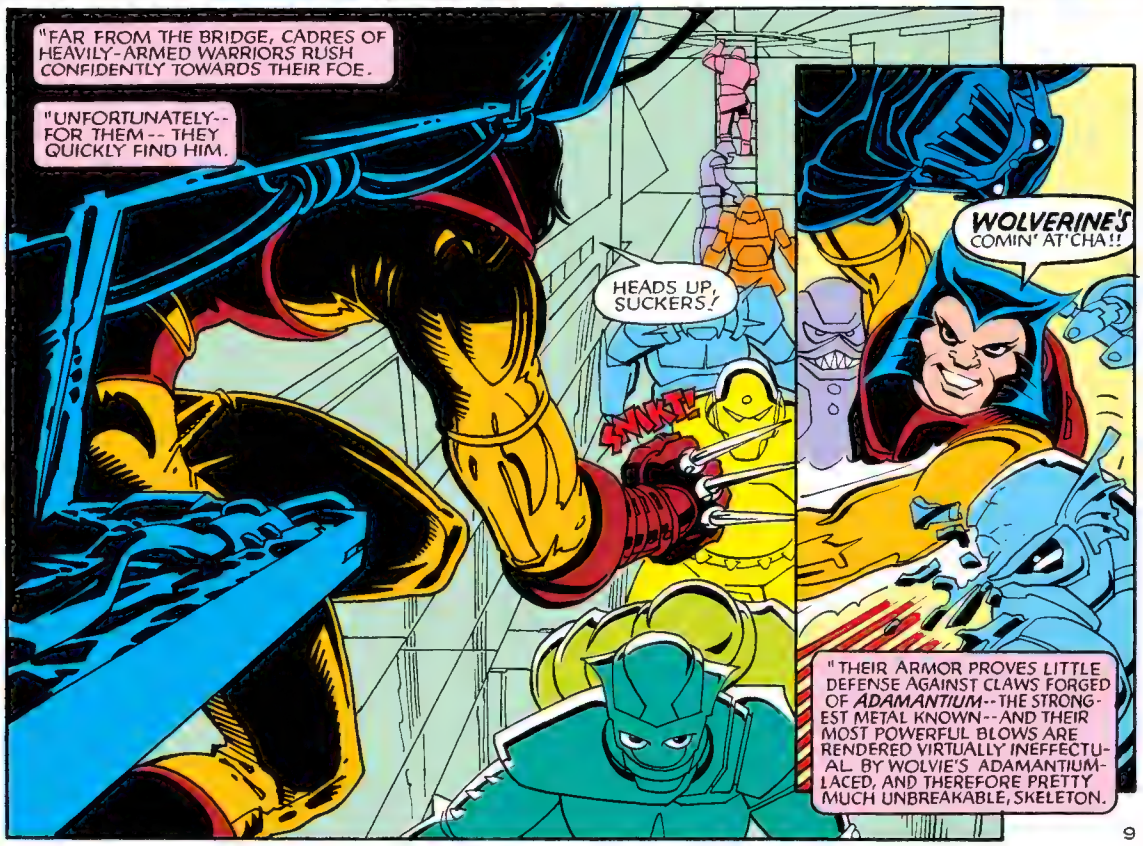

...I'M GONNA NEED IT.
READY OR NOT, KITTY, HERE IT COMES! IN KEEPING WITH A RECENT CAPER OF MY OWN,* I'M CALLING THIS:
THE ADVENTURES OF LOCKHEED THE SPACE DRAGON AND HIS PET GIRL KITTY
ARRRGH!!
DO YOU MIND, PRYDE?!! ANY MORE COMMENTS, HMNH?!! FROM ANYONE ?!!! THANK YOU!
FAR FROM HOME, FAR FROM HELP...
*CHECK OUT NEW MUTANTS #21 --GUESS WHO.
CHI'
"... THE STARLINER, CHICAGO, IS SUDDENLY, VICIOUSLY AMBUSHED BY THE MOST FEARSOME PIRATES ON THE SPACEWAYS.

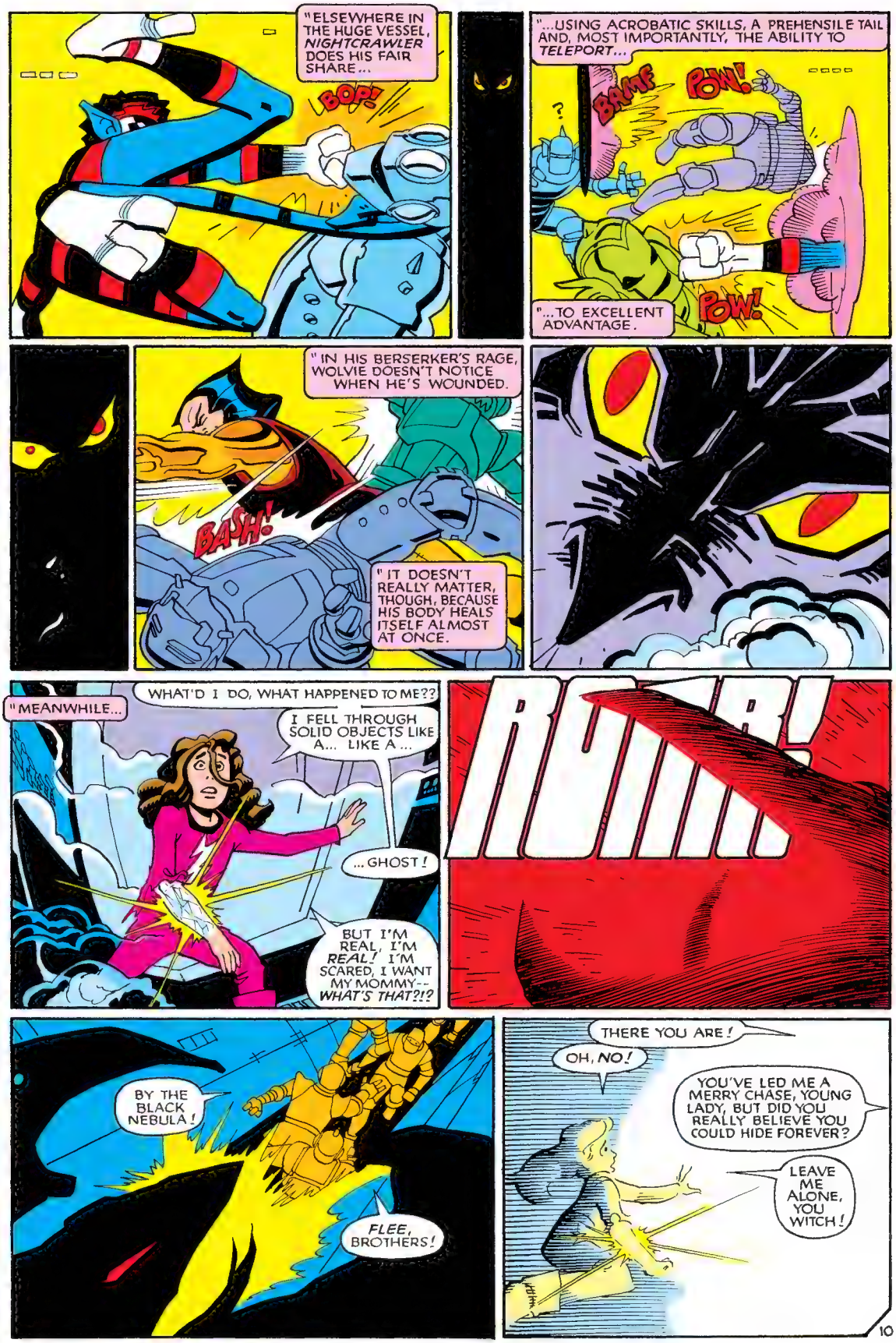

"CHICAGO'S WELL-ARMED AND HER CREW GIVE A SUPERB ACCOUNT OF THEMSELVES--
"--TO NO AVAIL.
HULL BREACHED AMIDSHIPS--MAJOR FIRE IN ENGINEERING!
WE CAN'T CONTROL IT!
"LOST AND FORGOTTEN IN THE CONFUSION AND GROWING PANIC...
"...IS THE YOUNG DAUGHTER OF THE SHIP'S MASTER, KITTY PRYDE.
"SHE TRIES AS HARD AS SHE CAN TO BE BRAVE, TO SET A GOOD EXAMPLE, BUT THIS IS THE ONLY HOME SHE'S EVER KNOWN...
"... AND IT'S BEING BLASTED TO BITS AROUND HER.
YYEEAAII!!
NURI, TAL--IS THAT YOU, GUYS?!
=GASP!=
PRIZE!
LEMME GO, YOU CREEP!
CUTIE-KITTY MINE!
I MEAN IT, LEGGO!

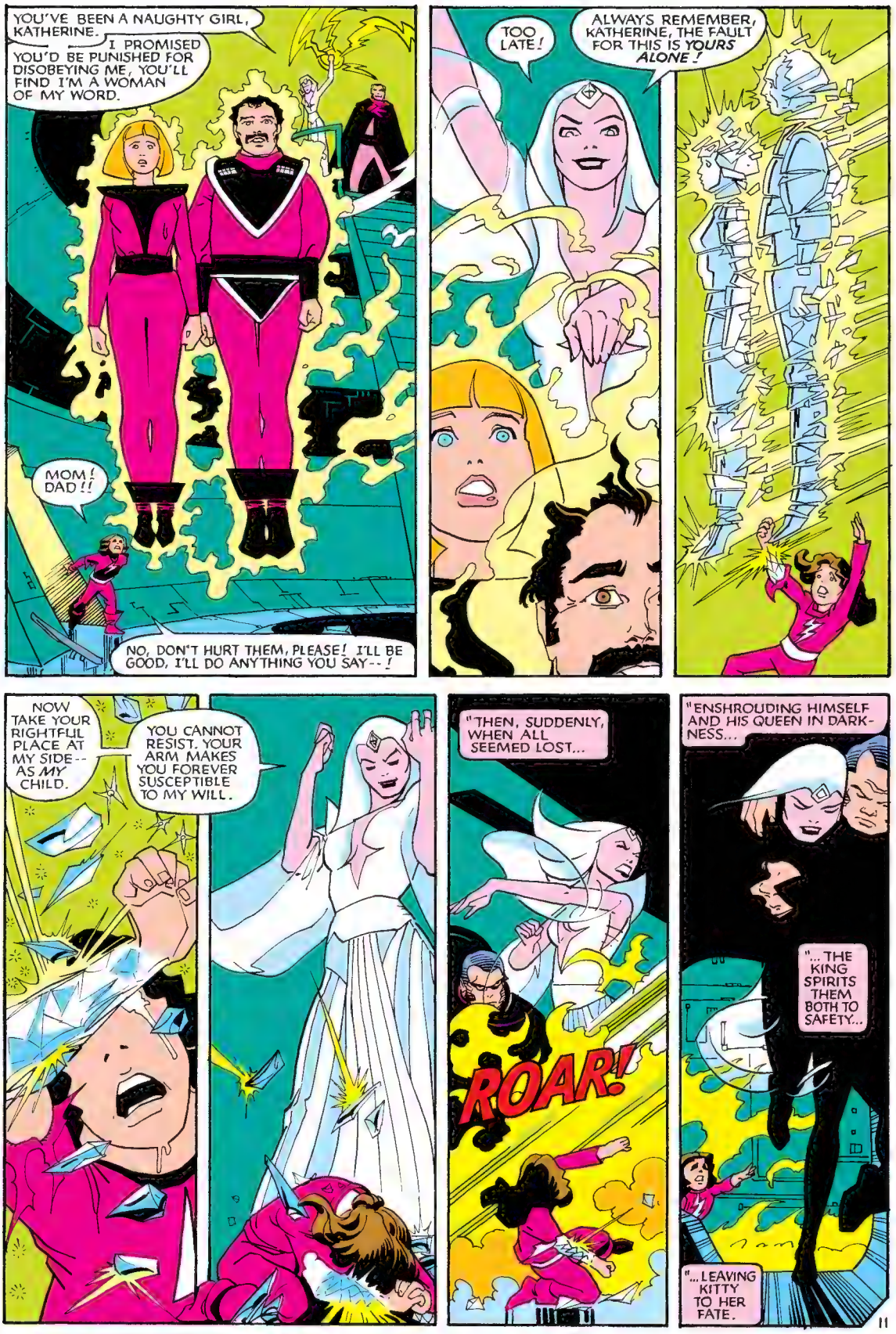

THE CRITTER-- HE KNEW MY NAME!
THEY MUST'VE BEEN LOOKING FOR ME, SPECIFICALLY-- BUT HOWCUM?! ARE THEY GONNA USE ME AS A HOSTAGE, TO MAKE MOM 'N' DAD SURRENDER?! I WON'T LET 'EM!
TO SHININGMISTRESS TAKE HER GO, PRAISE WE TO GET, GLORY TO OUR CRECHE!
OH, YEAH-- JUST WAIT'LL MY FOLKS GET THEIR HANDS ON-- YEOWW!
DEAR CHILD...
...NEITHER YOU NOR YOUR BENIGHTED PARENTS...
...ARE IN ANY POSITION TO MAKE THREATS.
WHO'RE... YOU?
I AM THE WHITE QUEEN--
-- MY BELOVED CONSORT, THE BLACK KING.
YOU, DEAR KATHERINE, LIKE THIS PRECIOUS VESSEL...
...NOW BELONG TO US.

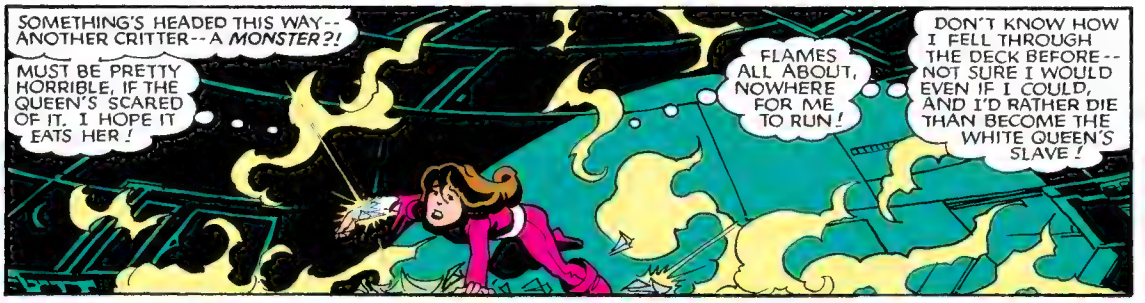

YOU POSSESS POWERS AND ABILITIES THAT I DESIRE, AND WILL STOP AT NOTHING TO OBTAIN.
FROM THIS MOMENT, YOU WILL SERVE ME. IN TIME, YOU WILL COME TO LOVE ME.
AND EVENTUALLY, BECOME JUST LIKE ME.
THE HECK I WILL!
YOU DOUBT ME? VERY WELL, THEN -- A SMALL DEMONSTRATION IS IN ORDER.
ARISE, GIRL. GIVE ME YOUR HAND.
WHY?
DO AS I SAY, KATHERINE. YOU HAVE MY WORD...
...YOU WILL NOT BE HARMED.
MY HAND -- MY ARM -- WHAT HAVE YOU DONE?!!
WE ARE ONE, DEAR HEART -- BOUND FOR ALL ETERNITY.
NO!
WHAT -- !?!
"IN DESPERATION --
"--KITTY DOES SOMETHING SHE'D NEVER DONE BEFORE--
COME BACK, GIRL, AT ONCE! OR YOU'LL BE SEVERELY PUNISHED!
"-- SHE PHASES THROUGH THE DECK BENEATH HER FEET!
FASCINATING -- THERE IS MORE TO THE CHILD THAN I SUSPECTED -- WHEN SHE INTERFACED WITH THAT CONSOLE, SHE COMPLETELY DISRUPTED ITS SYSTEMS!
I WANT HER FOUND AND RECAPTURED, IMMEDIATELY!
MISTRESS!
SCANNER CONTACT -- ANOTHER STARCRAFT, INTERCEPT COURSE, CLOSING FAST!

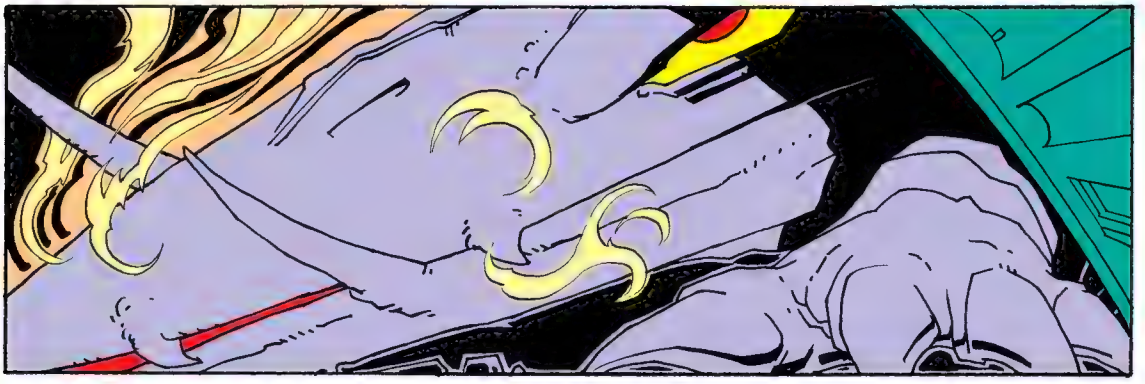

"AN INSTANT LATER, THE PIRATE VESSEL IS STRUCK BY A MONSTROUS BLAST OF RAW FLAME...
UNDER ATTACK-- WHO *DARES*?!!
ALL WEAPONS LOCK ONTO THAT UPSTART-- BLAST IT TO FLINDERS!
ATTACK SHIFTING HERE TO *CHICAGO*--
YAHHR!
MISTRESS, SENSORS INDICATE WE'VE BEEN BOARDED!
DEAL WITH THEM, THEN, FOOL, WHILE I FIND THE BRAT!

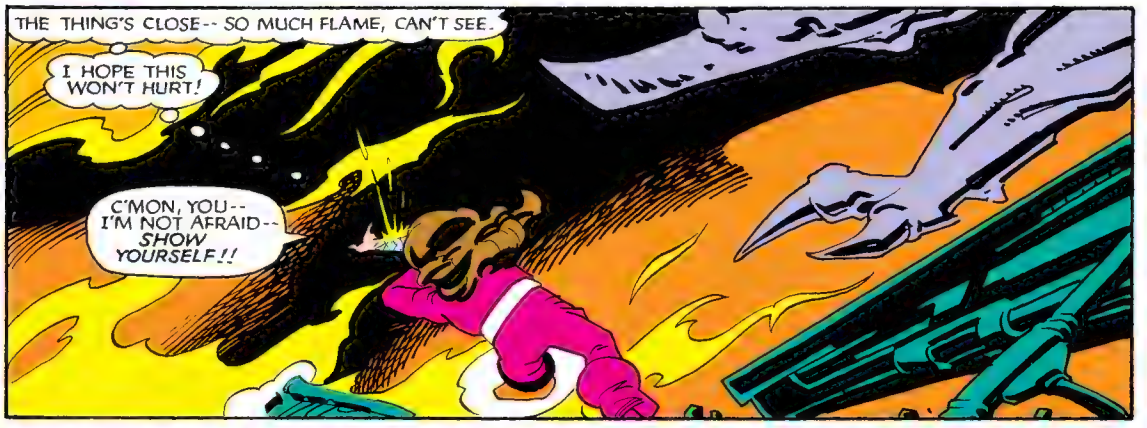

"FAR FROM THE BRIDGE, CADRES OF HEAVILY-ARMED WARRIORS RUSH CONFIDENTLY TOWARDS THEIR FOE.
"UNFORTUNATELY-- FOR THEM-- THEY QUICKLY FIND HIM.
HEADS UP, SUCKERS!
SNIKT!
WOLVERINE'S COMIN' AT'CHA!!
"THEIR ARMOR PROVES LITTLE DEFENSE AGAINST CLAWS FORGED OF *ADAMANTIUM*--THE STRONGEST METAL KNOWN--AND THEIR MOST POWERFUL BLOWS ARE RENDERED VIRTUALLY INEFFECTUAL. BY WOLVIE'S ADAMANTIUM-LACED, AND THEREFORE PRETTY MUCH UNBREAKABLE, SKELETON.


"ELSEWHERE IN THE HUGE VESSEL, NIGHTCRAWLER DOES HIS FAIR SHARE...
BOP!
"...USING ACROBATIC SKILLS, A PREHENSILE TAIL AND, MOST IMPORTANTLY, THE ABILITY TO TELEPORT...
BAMF
POW!
?
"...TO EXCELLENT ADVANTAGE.
POW!
"IN HIS BERSERKER'S RAGE, WOLVIE DOESN'T NOTICE WHEN HE'S WOUNDED.
BASH!
"IT DOESN'T REALLY MATTER, THOUGH, BECAUSE HIS BODY HEALS ITSELF ALMOST AT ONCE.
"MEANWHILE...
WHAT'D I DO, WHAT HAPPENED TO ME??
I FELL THROUGH SOLID OBJECTS LIKE A... LIKE A...
...GHOST!
BUT I'M REAL, I'M REAL! I'M SCARED, I WANT MY MOMMY-- WHAT'S THAT?!?
RUN!
BY THE BLACK NEBULA!
FLEE, BROTHERS!
THERE YOU ARE!
OH, NO!
YOU'VE LED ME A MERRY CHASE, YOUNG LADY, BUT DID YOU REALLY BELIEVE YOU COULD HIDE FOREVER?
LEAVE ME ALONE, YOU WITCH!

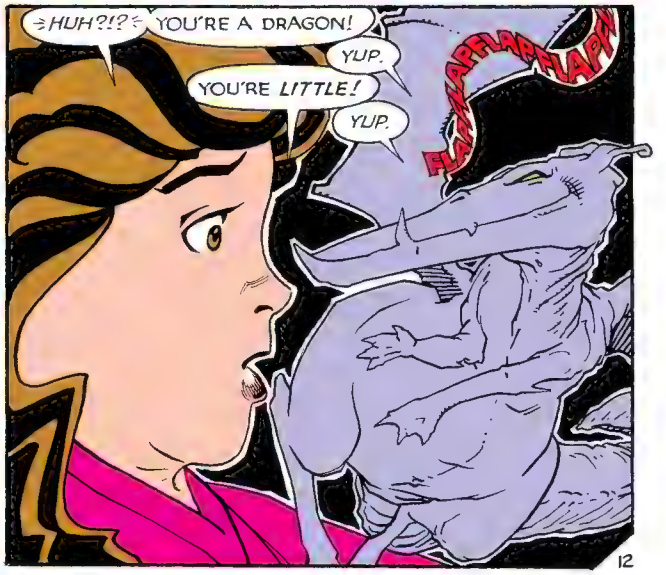

YOU'VE BEEN A NAUGHTY GIRL, KATHERINE.
I PROMISED YOU'D BE PUNISHED FOR DISOBEYING ME, YOU'LL FIND I'M A WOMAN OF MY WORD.
MOM! DAD!!
NO, DON'T HURT THEM, PLEASE! I'LL BE GOOD, I'LL DO ANYTHING YOU SAY--!
TOO LATE!
ALWAYS REMEMBER, KATHERINE, THE FAULT FOR THIS IS YOURS ALONE!
NOW TAKE YOUR RIGHTFUL PLACE AT MY SIDE-- AS MY CHILD.
YOU CANNOT RESIST. YOUR ARM MAKES YOU FOREVER SUSCEPTIBLE TO MY WILL.
"THEN, SUDDENLY, WHEN ALL SEEMED LOST...
ROAR!
"ENSHROUDING HIMSELF AND HIS QUEEN IN DARKNESS...
"... THE KING SPIRITS THEM BOTH TO SAFETY...
"... LEAVING KITTY TO HER FATE.

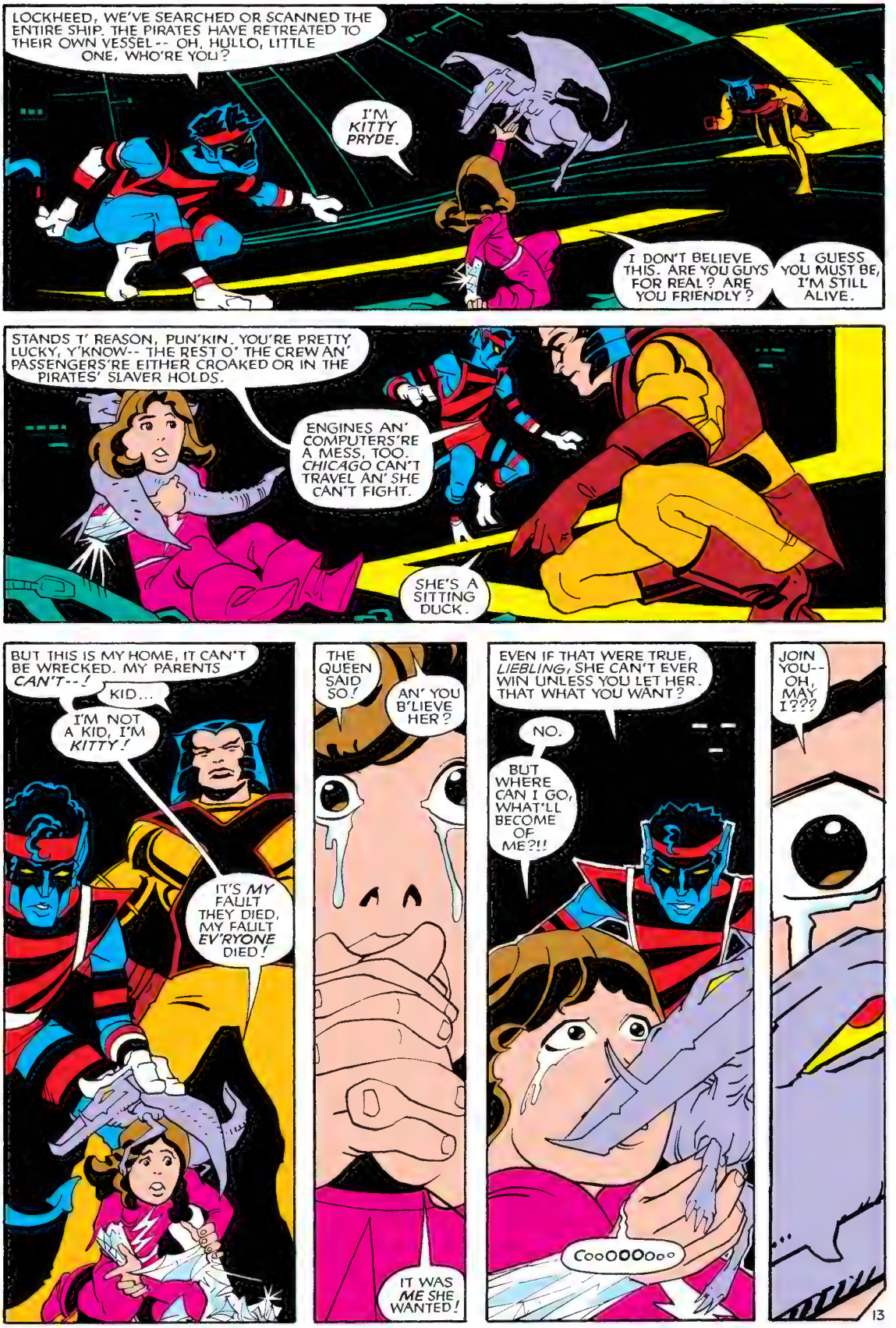

SOMETHING'S HEADED THIS WAY-- ANOTHER CRITTER--A MONSTER?!
MUST BE PRETTY HORRIBLE, IF THE QUEEN'S SCARED OF IT. I HOPE IT EATS HER!
FLAMES ALL ABOUT, NOWHERE FOR ME TO RUN!
DON'T KNOW HOW I FELL THROUGH THE DECK BEFORE-- NOT SURE I WOULD EVEN IF I COULD, AND I'D RATHER DIE THAN BECOME THE WHITE QUEEN'S SLAVE!

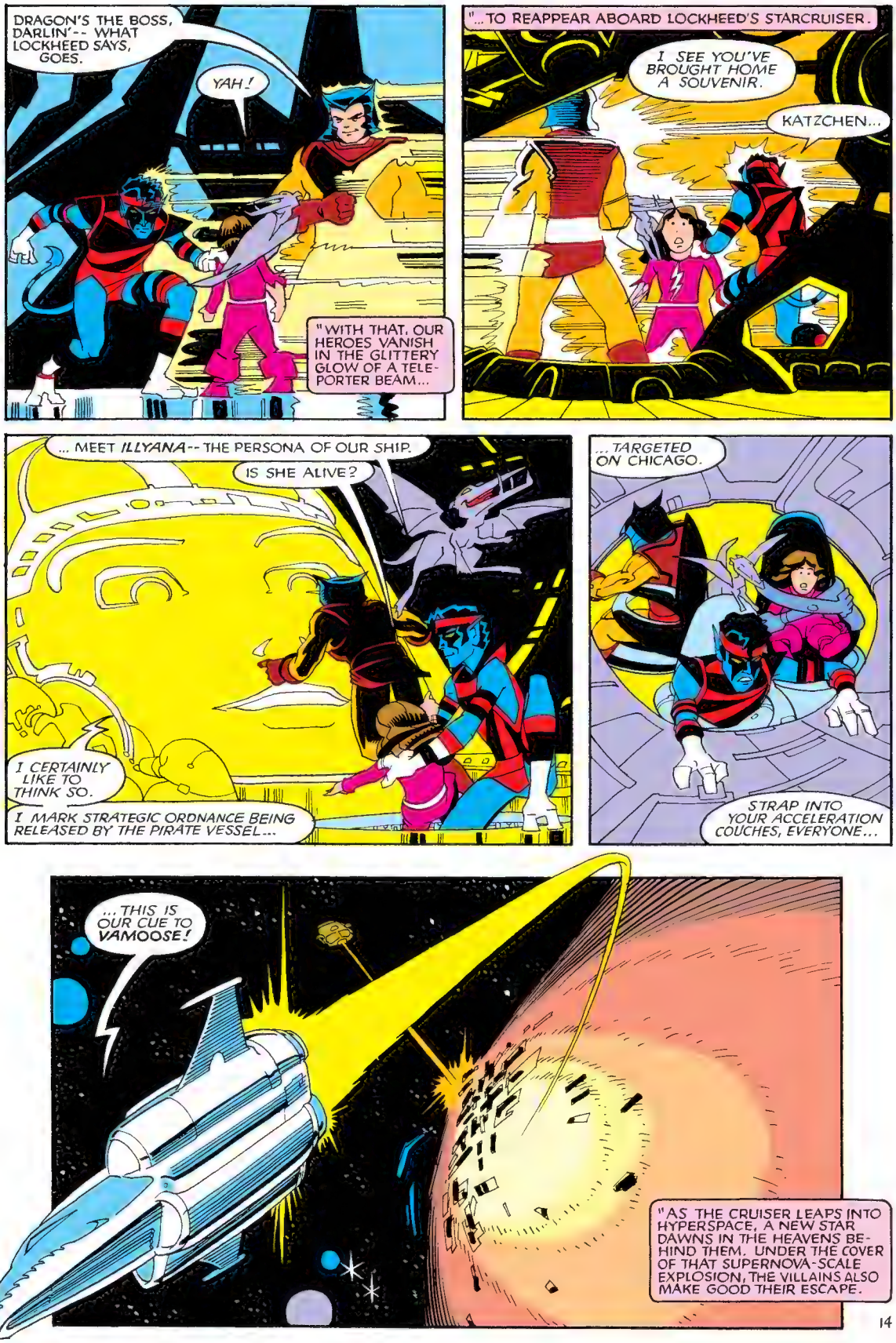


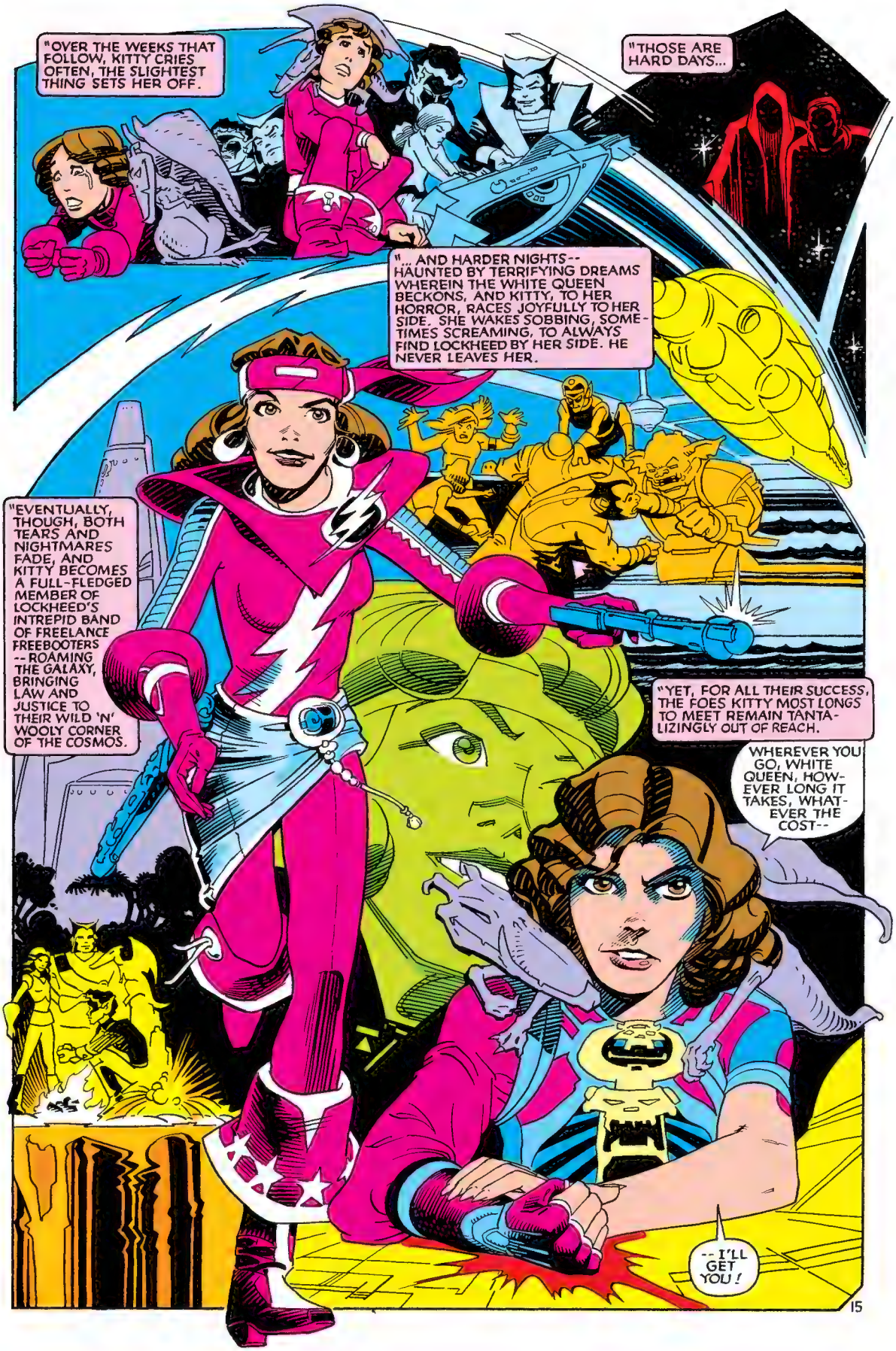

THE THING'S CLOSE-- SO MUCH FLAME, CAN'T SEE.
I HOPE THIS WON'T HURT!
C'MON, YOU-- I'M NOT AFRAID-- SHOW YOURSELF!!

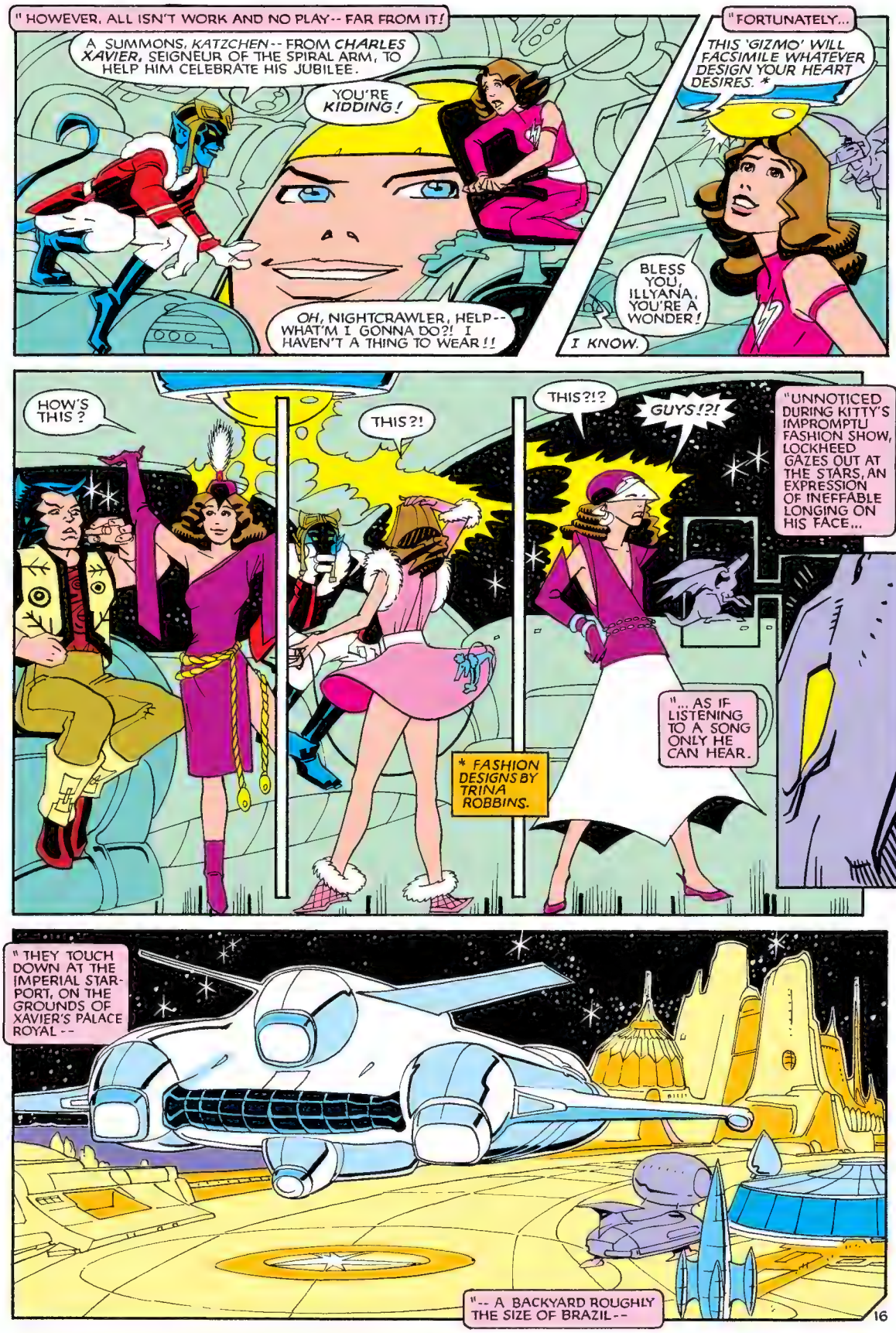
FLIPP!

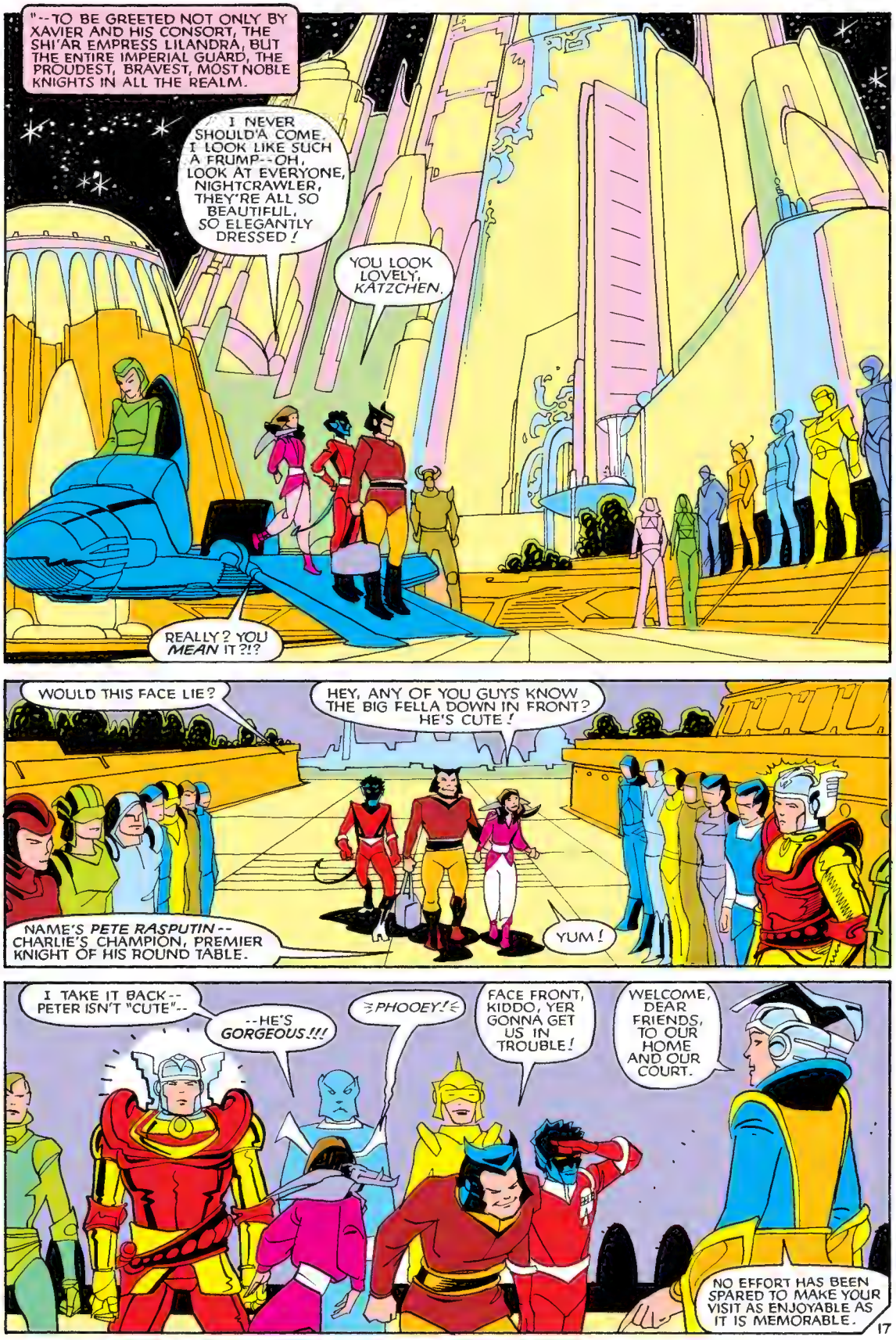

HUH?!?
YOU'RE A DRAGON!
YUP.
YOU'RE LITTLE!
YUP.
FLAAAARFLAAAHAAA!!

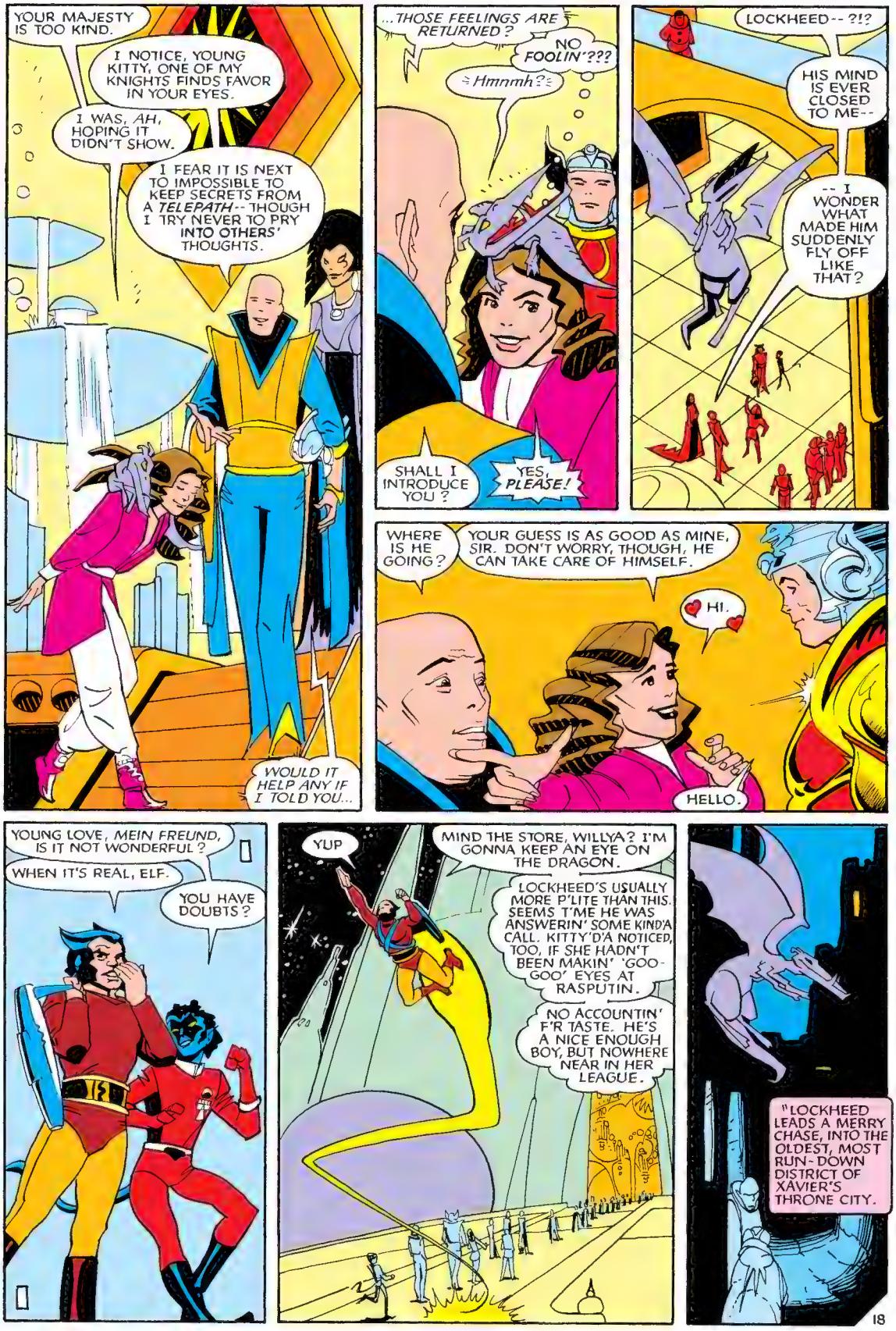

LOCKHEED, WE'VE SEARCHED OR SCANNED THE ENTIRE SHIP. THE PIRATES HAVE RETREATED TO THEIR OWN VESSEL -- OH, HULLO, LITTLE ONE, WHO'RE YOU?
I'M KITTY PRYDE.
I DON'T BELIEVE THIS. ARE YOU GUYS FOR REAL? ARE YOU FRIENDLY?
I GUESS YOU MUST BE, I'M STILL ALIVE.
STANDS T' REASON, PUN'KIN. YOU'RE PRETTY LUCKY, Y'KNOW-- THE REST O' THE CREW AN' PASSENGERS'RE EITHER CROAKED OR IN THE PIRATES' SLAVER HOLDS.
ENGINES AN' COMPUTERS'RE A MESS, TOO. CHICAGO CAN'T TRAVEL AN' SHE CAN'T FIGHT.
SHE'S A SITTING DUCK.
BUT THIS IS MY HOME, IT CAN'T BE WRECKED. MY PARENTS CAN'T--!
KID...
I'M NOT A KID, I'M KITTY!
IT'S MY FAULT THEY DIED, MY FAULT EV'RYONE DIED!
THE QUEEN SAID SO!
AN' YOU B'LIEVE HER?
IT WAS ME SHE WANTED!
EVEN IF THAT WERE TRUE, LIEBLING, SHE CAN'T EVER WIN UNLESS YOU LET HER. THAT WHAT YOU WANT?
NO.
BUT WHERE CAN I GO, WHAT'LL BECOME OF ME?!!
Cooooooo
JOIN YOU-- OH, MAY I???
...

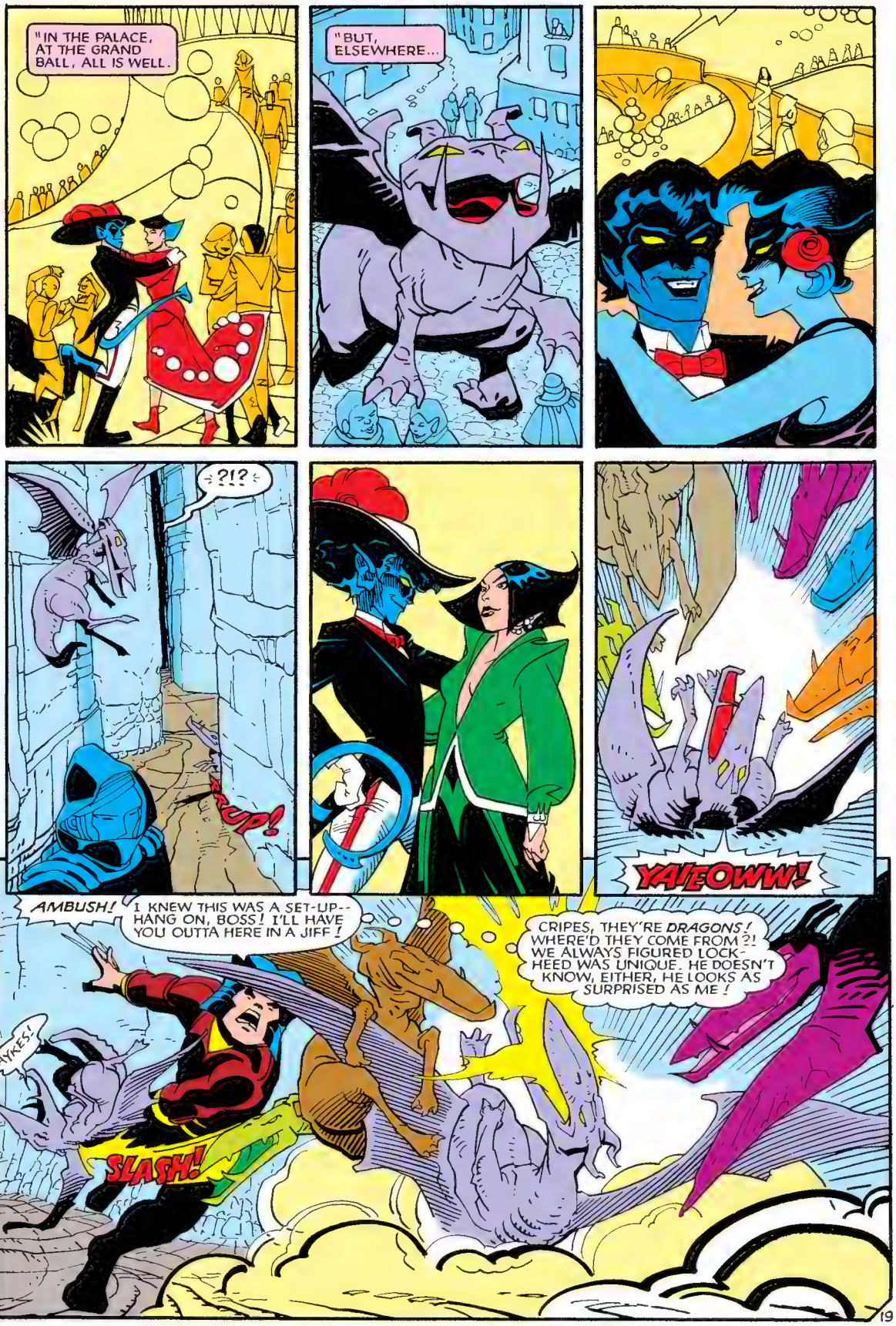

DRAGON'S THE BOSS, DARLIN'-- WHAT LOCKHEED SAYS, GOES.
YAH!
"WITH THAT, OUR HEROES VANISH IN THE GLITTERY GLOW OF A TELE-PORTER BEAM...
"...TO REAPPEAR ABOARD LOCKHEED'S STARCRUISER.
I SEE YOU'VE BROUGHT HOME A SOUVENIR.
KATZCHEN...
... MEET ILLYANA-- THE PERSONA OF OUR SHIP.
IS SHE ALIVE?
I CERTAINLY LIKE TO THINK SO.
I MARK STRATEGIC ORDNANCE BEING RELEASED BY THE PIRATE VESSEL...
...TARGETED ON CHICAGO.
STRAP INTO YOUR ACCELERATION COUCHES, EVERYONE...
...THIS IS OUR CUE TO VAMOOSE!
"AS THE CRUISER LEAPS INTO HYPERSPACE, A NEW STAR DAWNS IN THE HEAVENS BE-HIND THEM. UNDER THE COVER OF THAT SUPERNOVA-SCALE EXPLOSION, THE VILLAINS ALSO MAKE GOOD THEIR ESCAPE.

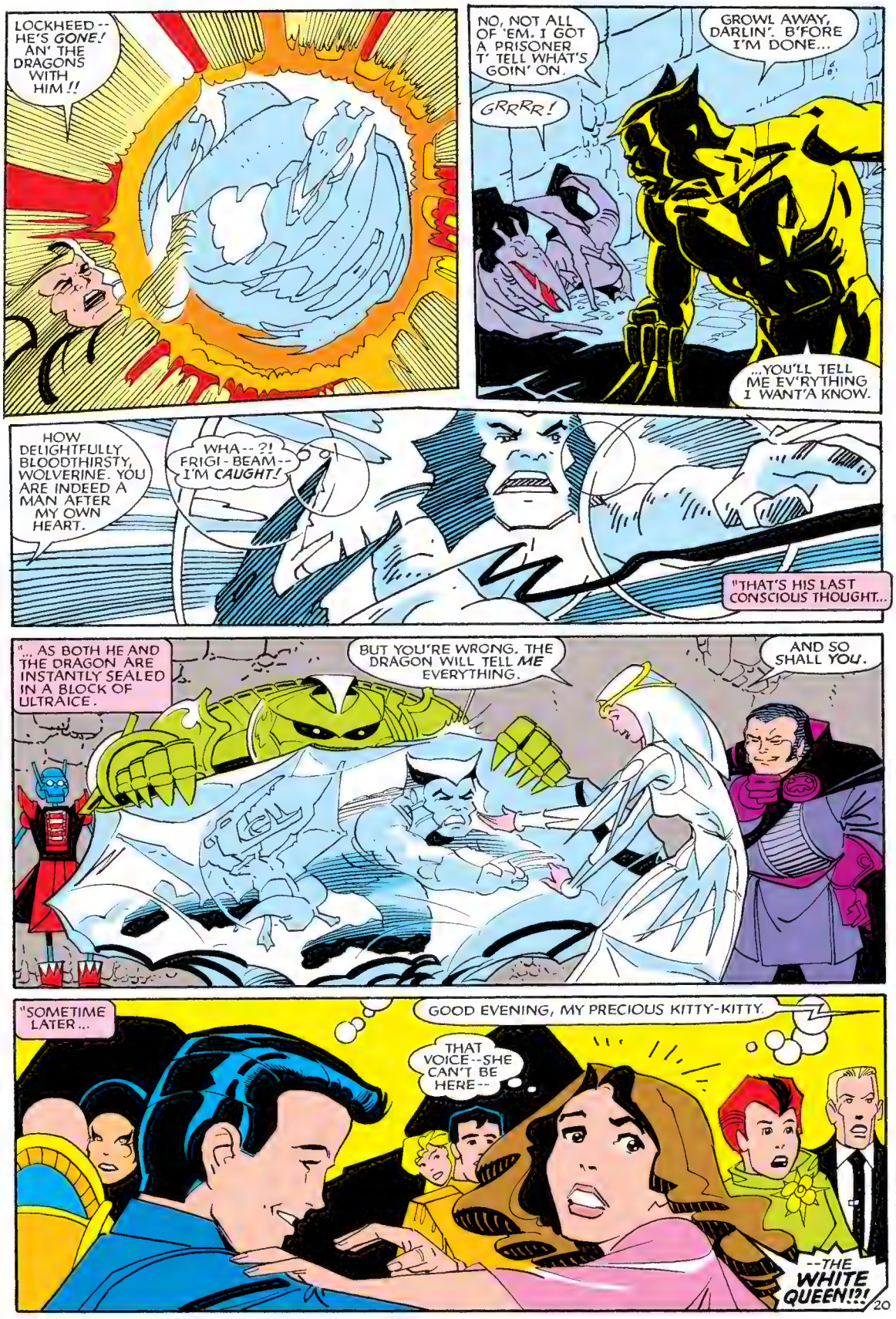

"OVER THE WEEKS THAT FOLLOW, KITTY CRIES OFTEN, THE SLIGHTEST THING SETS HER OFF.
"THOSE ARE HARD DAYS...
"... AND HARDER NIGHTS-- HAUNTED BY TERRIFYING DREAMS WHEREIN THE WHITE QUEEN BECKONS, AND KITTY, TO HER HORROR, RACES JOYFULLY TO HER SIDE. SHE WAKES SOBBING, SOMETIMES SCREAMING, TO ALWAYS FIND LOCKHEED BY HER SIDE. HE NEVER LEAVES HER.
"EVENTUALLY, THOUGH, BOTH TEARS AND NIGHTMARES FADE, AND KITTY BECOMES A FULL-FLEDGED MEMBER OF LOCKHEED'S INTREPID BAND OF FREELANCE FREEBOOTERS -- ROAMING THE GALAXY, BRINGING LAW AND JUSTICE TO THEIR WILD 'N' WOOLY CORNER OF THE COSMOS.
"YET, FOR ALL THEIR SUCCESS, THE FOES KITTY MOST LONGS TO MEET REMAIN TANTALIZINGLY OUT OF REACH.
WHEREVER YOU GO, WHITE QUEEN, HOWEVER LONG IT TAKES, WHATEVER THE COST--
-- I'LL GET YOU!

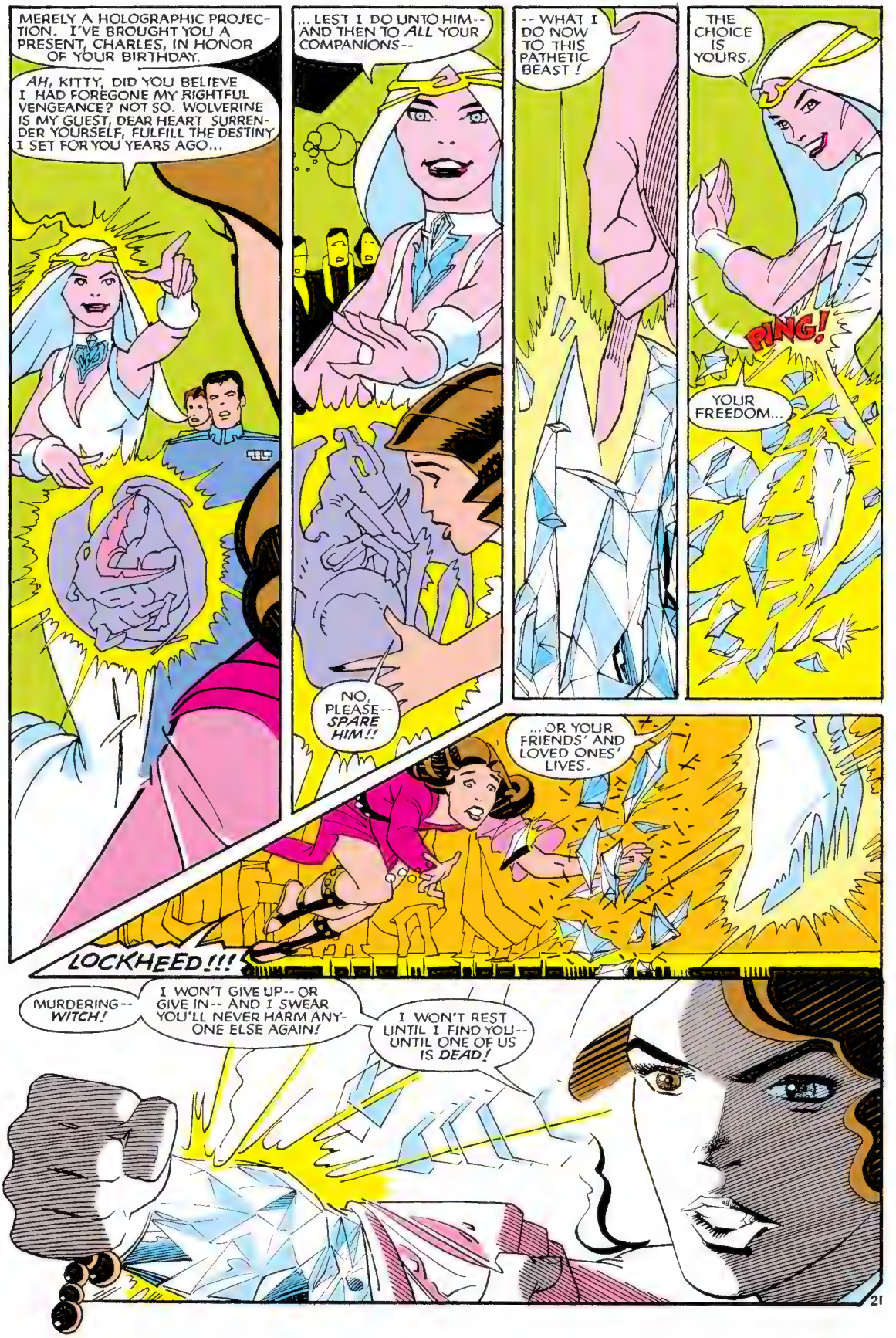

" HOWEVER, ALL ISN'T WORK AND NO PLAY-- FAR FROM IT!
A SUMMONS, KATZCHEN-- FROM CHARLES XAVIER, SEIGNEUR OF THE SPIRAL ARM, TO HELP HIM CELEBRATE HIS JUBILEE.
YOU'RE KIDDING!
OH, NIGHTCRAWLER, HELP-- WHAT'M I GONNA DO?! I HAVEN'T A THING TO WEAR!!
" FORTUNATELY...
THIS 'GIZMO' WILL FACSIMILE WHATEVER DESIGN YOUR HEART DESIRES. *
BLESS YOU, ILLYANA, YOU'RE A WONDER!
I KNOW.
HOW'S THIS?
THIS?!
THIS?!?
GUYS!?!
"UNNOTICED DURING KITTY'S IMPROMPTU FASHION SHOW, LOCKHEED GAZES OUT AT THE STARS, AN EXPRESSION OF INEFFABLE LONGING ON HIS FACE...
"... AS IF LISTENING TO A SONG ONLY HE CAN HEAR.
* FASHION DESIGNS BY TRINA ROBBINS.
" THEY TOUCH DOWN AT THE IMPERIAL STAR-PORT, ON THE GROUNDS OF XAVIER'S PALACE ROYAL --
"-- A BACKYARD ROUGHLY THE SIZE OF BRAZIL--

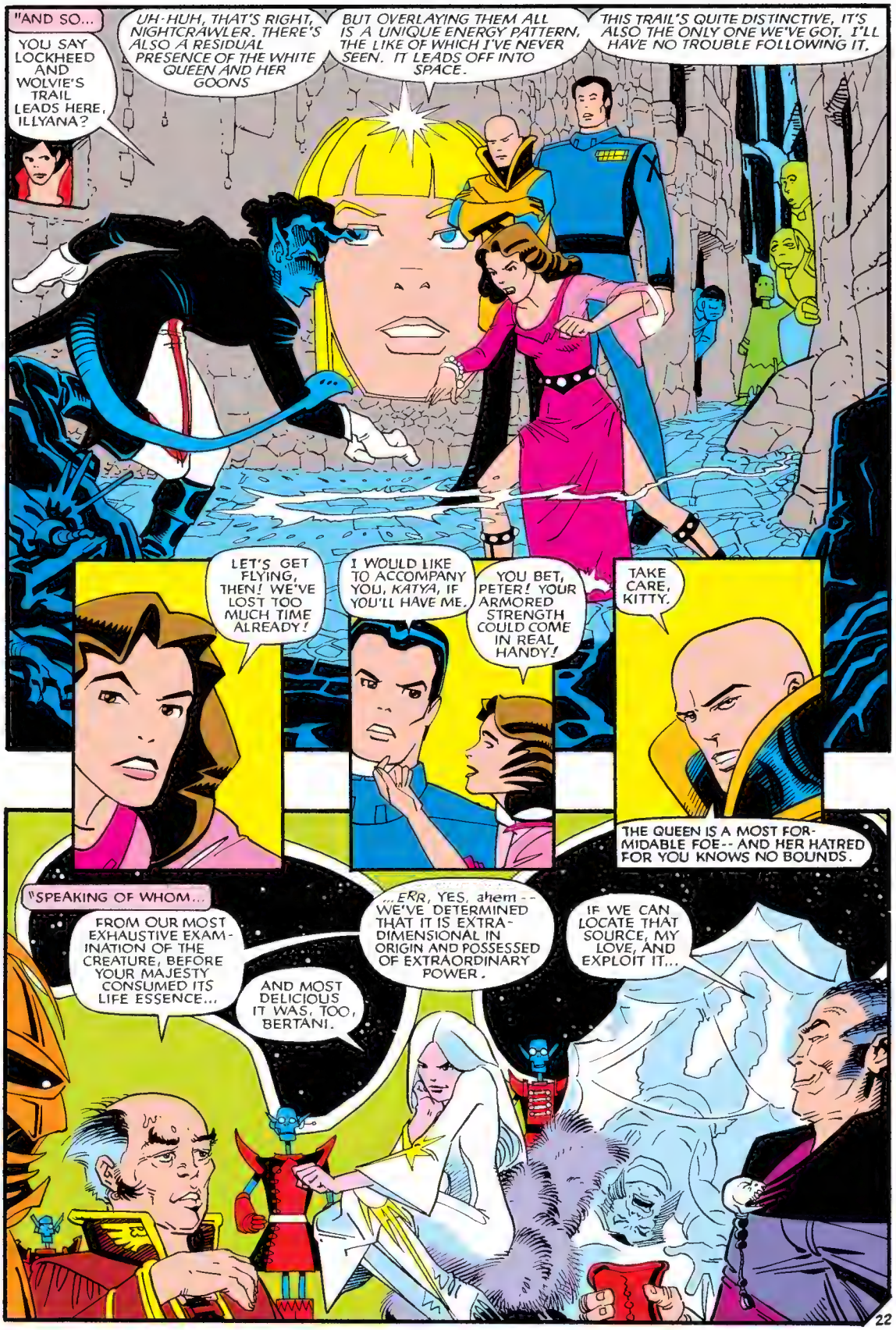

"--TO BE GREETED NOT ONLY BY XAVIER AND HIS CONSORT, THE SHI'AR EMPRESS LILANDRA, BUT THE ENTIRE IMPERIAL GUARD, THE PROUDEST, BRAVEST, MOST NOBLE KNIGHTS IN ALL THE REALM.
I NEVER SHOULD'A COME. I LOOK LIKE SUCH A FRUMP--OH, LOOK AT EVERYONE, NIGHTCRAWLER, THEY'RE ALL SO BEAUTIFUL, SO ELEGANTLY DRESSED!
YOU LOOK LOVELY, KATZCHEN.
REALLY? YOU MEAN IT?!?
WOULD THIS FACE LIE?
HEY, ANY OF YOU GUYS KNOW THE BIG FELLA DOWN IN FRONT? HE'S CUTE!
NAME'S PETE RASPUTIN--CHARLIE'S CHAMPION, PREMIER KNIGHT OF HIS ROUND TABLE.
YUM!
I TAKE IT BACK--PETER ISN'T "CUTE"--
--HE'S GORGEOUS!!!
PHOOEY!
FACE FRONT, KIDDO, YER GONNA GET US IN TROUBLE!
WELCOME, DEAR FRIENDS, TO OUR HOME AND OUR COURT.
NO EFFORT HAS BEEN SPARED TO MAKE YOUR VISIT AS ENJOYABLE AS IT IS MEMORABLE.

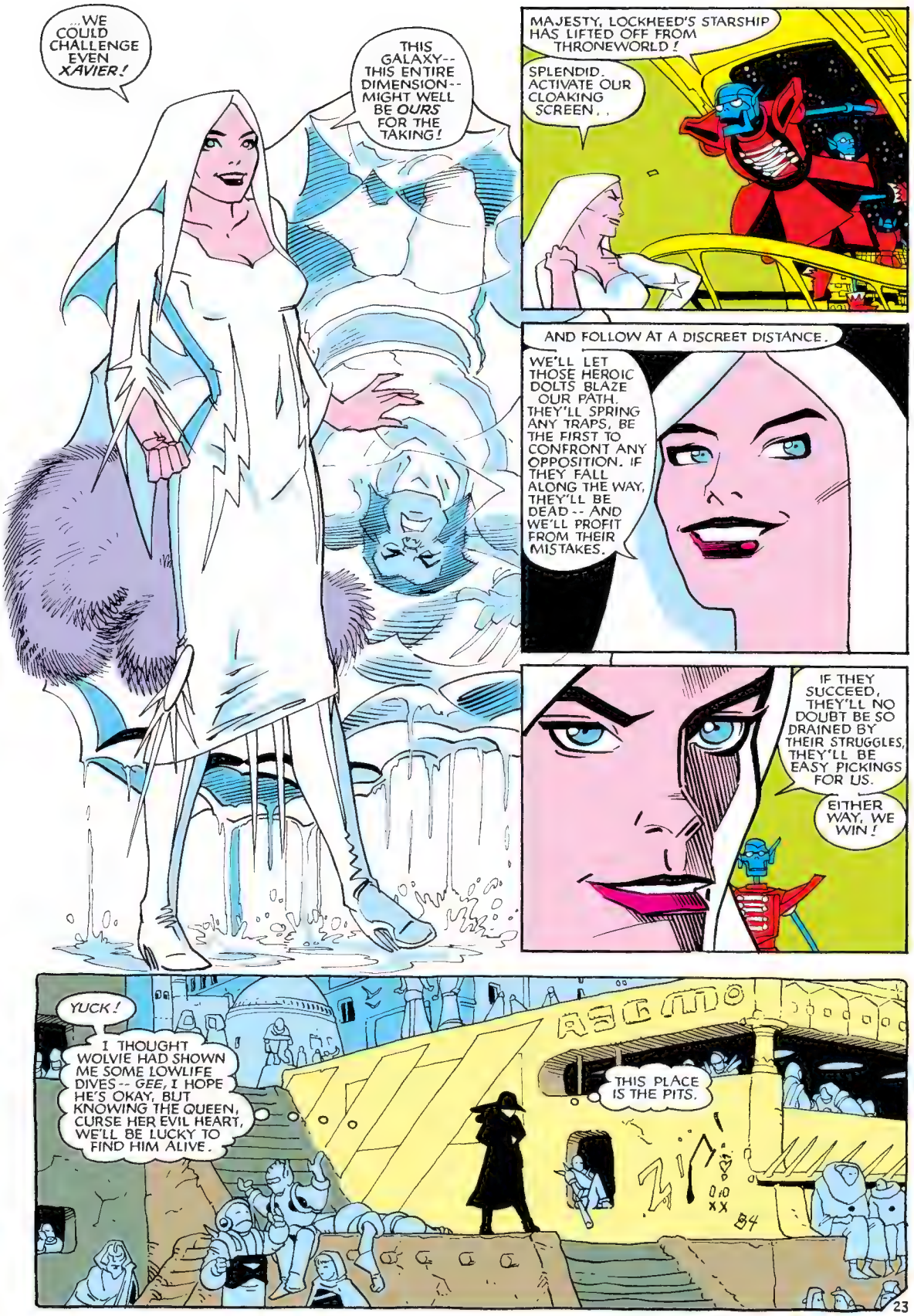

YOUR MAJESTY IS TOO KIND.
I NOTICE, YOUNG KITTY, ONE OF MY KNIGHTS FINDS FAVOR IN YOUR EYES.
I WAS, AH, HOPING IT DIDN'T SHOW.
I FEAR IT IS NEXT TO IMPOSSIBLE TO KEEP SECRETS FROM A TELEPATH-- THOUGH I TRY NEVER TO PRY INTO OTHERS' THOUGHTS.
WOULD IT HELP ANY IF I TOLD YOU...
...THOSE FEELINGS ARE RETURNED?
NO FOOLIN'???
=Hmmmh?=
SHALL I INTRODUCE YOU?
YES, PLEASE!
LOCKHEED-- ?!?
HIS MIND IS EVER CLOSED TO ME--
-- I WONDER WHAT MADE HIM SUDDENLY FLY OFF LIKE THAT?
WHERE IS HE GOING?
YOUR GUESS IS AS GOOD AS MINE, SIR. DON'T WORRY, THOUGH, HE CAN TAKE CARE OF HIMSELF.
HI.
HELLO.
YOUNG LOVE, MEIN FREUND, IS IT NOT WONDERFUL?
WHEN IT'S REAL, ELF.
YOU HAVE DOUBTS?
YUP
MIND THE STORE, WILLYA? I'M GONNA KEEP AN EYE ON THE DRAGON.
LOCKHEED'S USUALLY MORE P'LITE THAN THIS. SEEMS T'ME HE WAS ANSWERIN' SOME KIND'A CALL. KITTY'D'A NOTICED, TOO, IF SHE HADN'T BEEN MAKIN' 'GOO-GOO' EYES AT RASPUTIN.
NO ACCOUNTIN' F'R TASTE. HE'S A NICE ENOUGH BOY, BUT NOWHERE NEAR IN HER LEAGUE.
"LOCKHEED LEADS A MERRY CHASE, INTO THE OLDEST, MOST RUN-DOWN DISTRICT OF XAVIER'S THRONE CITY.

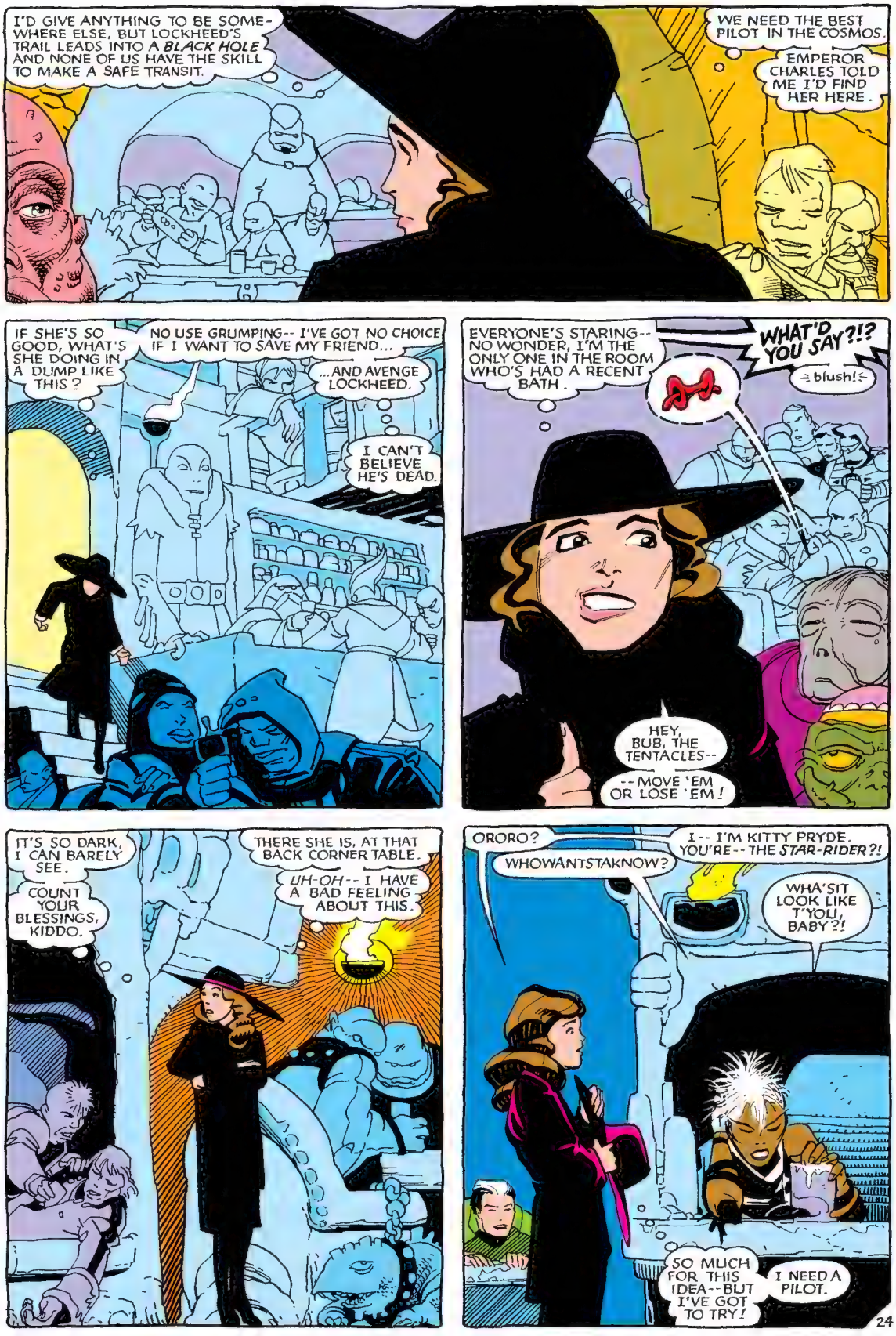

"IN THE PALACE, AT THE GRAND BALL, ALL IS WELL.
"BUT, ELSEWHERE...
?!?
YAIEOWW!
AMBUSH!
I KNEW THIS WAS A SET-UP-- HANG ON, BOSS! I'LL HAVE YOU OUTTA HERE IN A JIFF!
CRIPES, THEY'RE DRAGONS! WHERE'D THEY COME FROM?! WE ALWAYS FIGURED LOCK-HEED WAS UNIQUE. HE DOESN'T KNOW, EITHER, HE LOOKS AS SURPRISED AS ME!
AYKES!
SLASH!


LOCKHEED--HE'S GONE! AN' THE DRAGONS WITH HIM!!
NO, NOT ALL OF 'EM. I GOT A PRISONER T' TELL WHAT'S GOIN' ON.
GROWL AWAY, DARLIN'. B'FORE I'M DONE...
GRRRR!
...YOU'LL TELL ME EV'RYTHING I WANT'A KNOW.
HOW DELIGHTFULLY BLOODTHIRSTY, WOLVERINE. YOU ARE INDEED A MAN AFTER MY OWN HEART.
WHA--?! FRIGI-BEAM--I'M CAUGHT!
"THAT'S HIS LAST CONSCIOUS THOUGHT...
"... AS BOTH HE AND THE DRAGON ARE INSTANTLY SEALED IN A BLOCK OF ULTRAICE.
BUT YOU'RE WRONG. THE DRAGON WILL TELL ME EVERYTHING.
AND SO SHALL YOU.
"SOMETIME LATER...
GOOD EVENING, MY PRECIOUS KITTY-KITTY.
THAT VOICE--SHE CAN'T BE HERE--
--THE WHITE QUEEN!?!

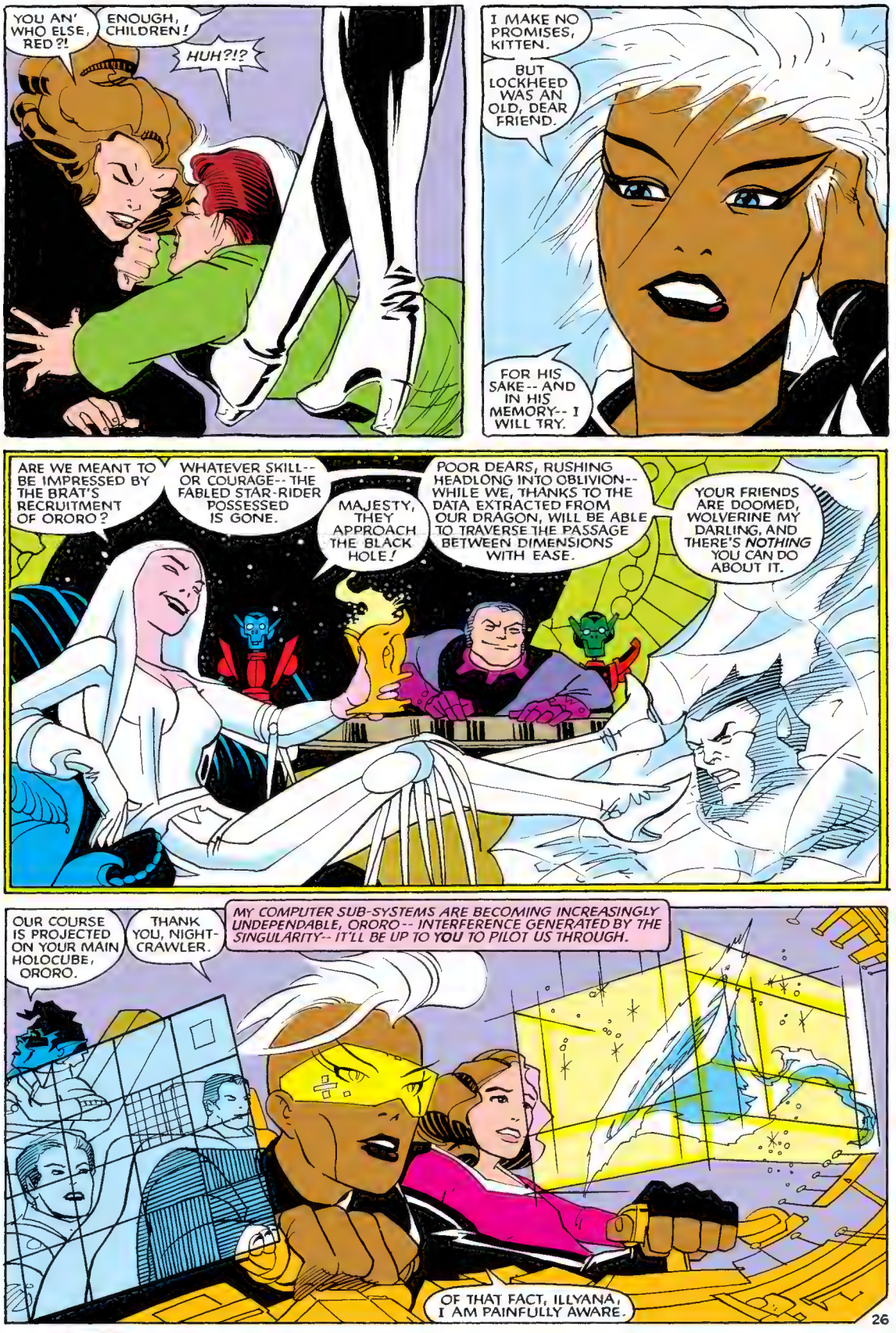

MERELY A HOLOGRAPHIC PROJECTION. I'VE BROUGHT YOU A PRESENT, CHARLES, IN HONOR OF YOUR BIRTHDAY.
AH, KITTY, DID YOU BELIEVE I HAD FOREGONE MY RIGHTFUL VENGEANCE? NOT SO. WOLVERINE IS MY GUEST, DEAR HEART. SURRENDER YOURSELF, FULFILL THE DESTINY I SET FOR YOU YEARS AGO...
... LEST I DO UNTO HIM-- AND THEN TO ALL YOUR COMPANIONS--
NO, PLEASE-- SPARE HIM!!
-- WHAT I DO NOW TO THIS PATHETIC BEAST!
THE CHOICE IS YOURS.
PING!
YOUR FREEDOM...
... OR YOUR FRIENDS' AND LOVED ONES' LIVES.
LOCKHEED!!!
MURDERING-- WITCH!
I WON'T GIVE UP-- OR GIVE IN-- AND I SWEAR YOU'LL NEVER HARM ANYONE ELSE AGAIN!
I WON'T REST UNTIL I FIND YOU-- UNTIL ONE OF US IS DEAD!

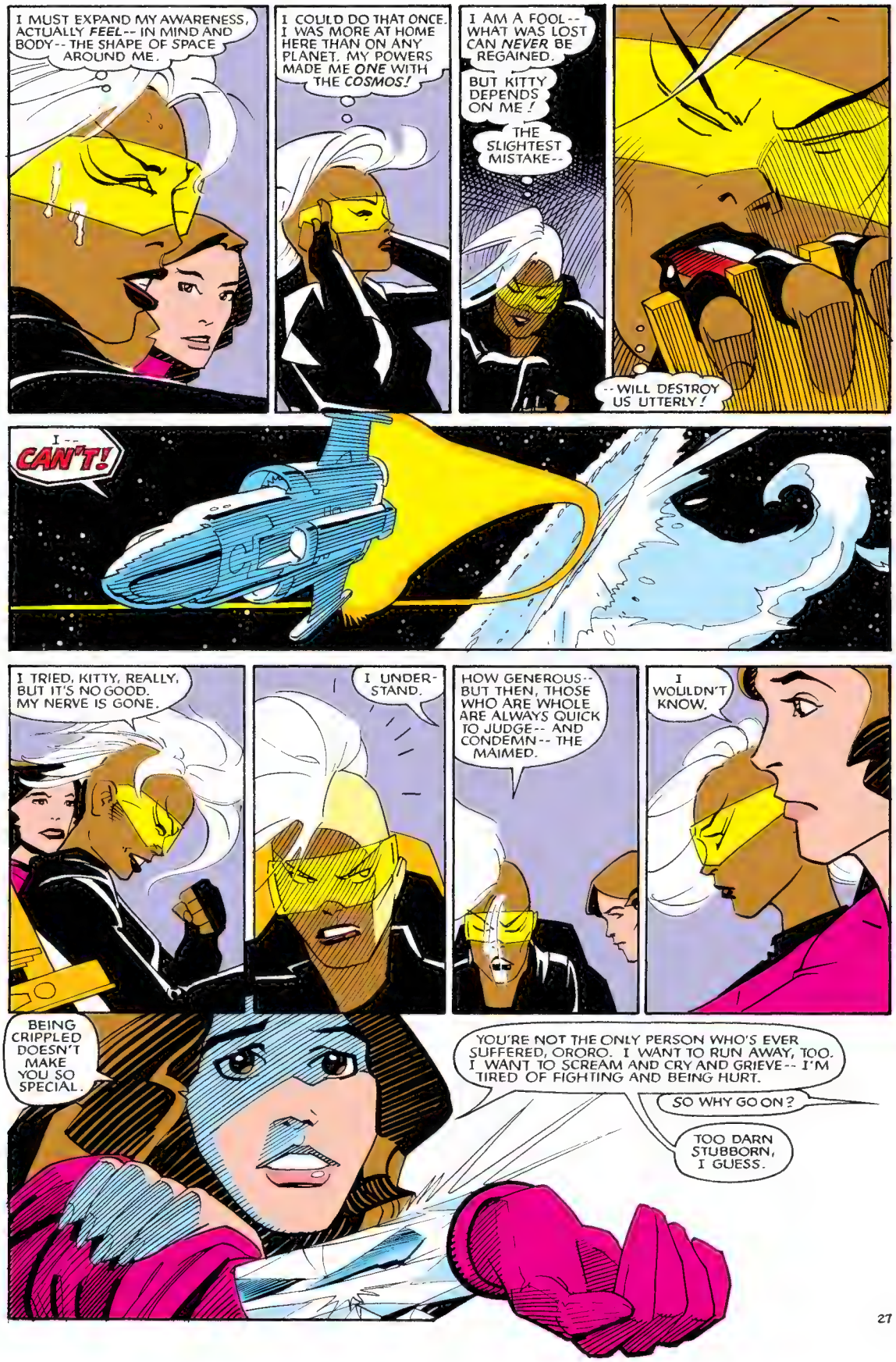

"AND SO... YOU SAY LOCKHEED AND WOLVIE'S TRAIL LEADS HERE, ILLYANA?
UH-HUH, THAT'S RIGHT, NIGHTCRAWLER. THERE'S ALSO A RESIDUAL PRESENCE OF THE WHITE QUEEN AND HER GOONS
BUT OVERLAYING THEM ALL IS A UNIQUE ENERGY PATTERN, THE LIKE OF WHICH I'VE NEVER SEEN. IT LEADS OFF INTO SPACE.
THIS TRAIL'S QUITE DISTINCTIVE, IT'S ALSO THE ONLY ONE WE'VE GOT. I'LL HAVE NO TROUBLE FOLLOWING IT.
LET'S GET FLYING, THEN! WE'VE LOST TOO MUCH TIME ALREADY!
I WOULD LIKE TO ACCOMPANY YOU, KATYA, IF YOU'LL HAVE ME.
YOU BET, PETER! YOUR ARMORED STRENGTH COULD COME IN REAL HANDY!
TAKE CARE, KITTY.
THE QUEEN IS A MOST FORMIDABLE FOE-- AND HER HATRED FOR YOU KNOWS NO BOUNDS.
"SPEAKING OF WHOM...
FROM OUR MOST EXHAUSTIVE EXAMINATION OF THE CREATURE, BEFORE YOUR MAJESTY CONSUMED ITS LIFE ESSENCE...
AND MOST DELICIOUS IT WAS, TOO, BERTANI.
...ERR, YES, ahem -- WE'VE DETERMINED THAT IT IS EXTRA-DIMENSIONAL IN ORIGIN AND POSSESSED OF EXTRAORDINARY POWER.
IF WE CAN LOCATE THAT SOURCE, MY LOVE, AND EXPLOIT IT...

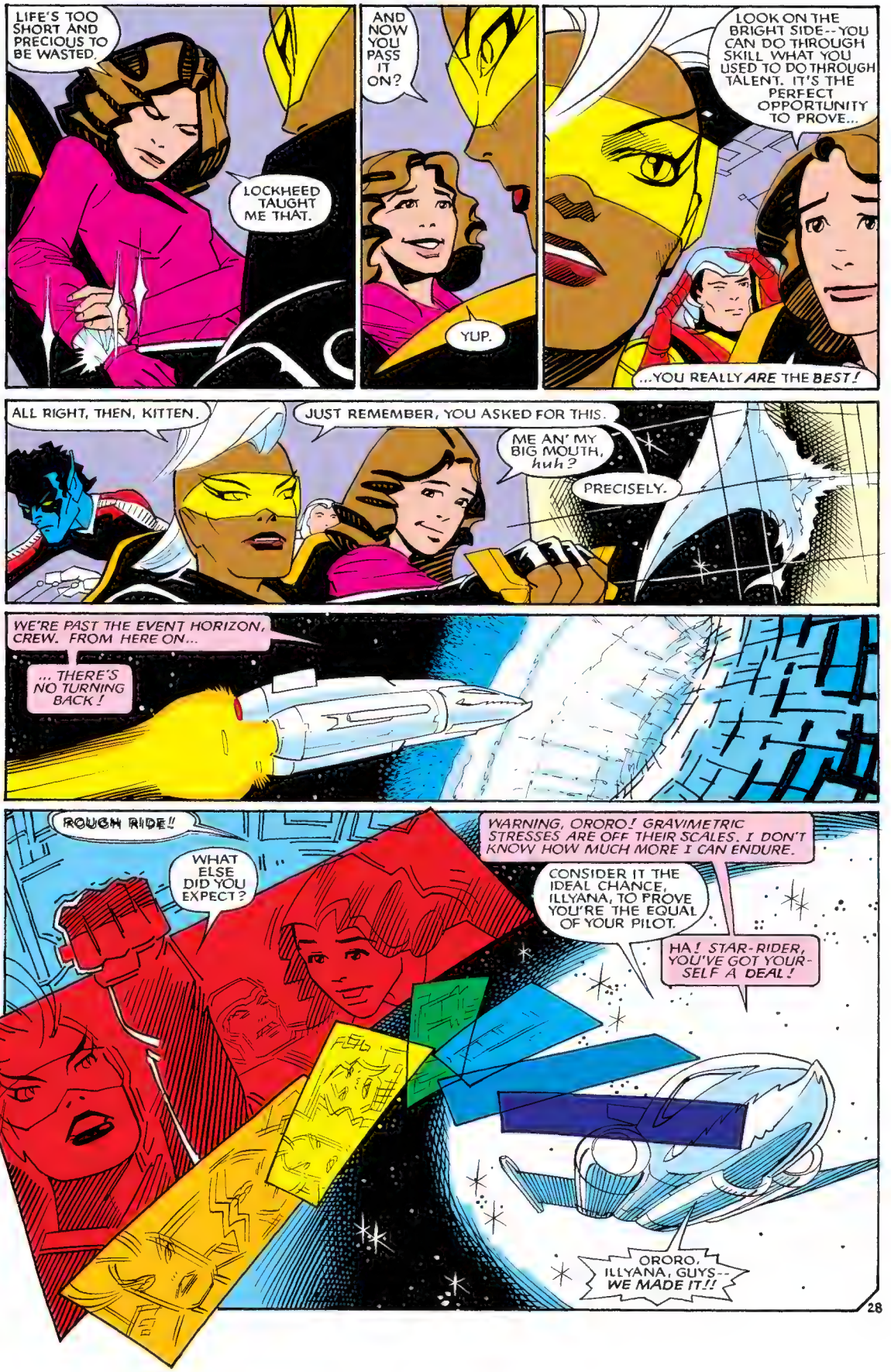

...WE COULD CHALLENGE EVEN XAVIER!
THIS GALAXY-- THIS ENTIRE DIMENSION-- MIGHT WELL BE OURS FOR THE TAKING!
MAJESTY, LOCKHEED'S STARSHIP HAS LIFTED OFF FROM THRONEWORLD!
SPLENDID. ACTIVATE OUR CLOAKING SCREEN..
AND FOLLOW AT A DISCREET DISTANCE.
WE'LL LET THOSE HEROIC DOLTS BLAZE OUR PATH. THEY'LL SPRING ANY TRAPS, BE THE FIRST TO CONFRONT ANY OPPOSITION. IF THEY FALL ALONG THE WAY, THEY'LL BE DEAD -- AND WE'LL PROFIT FROM THEIR MISTAKES.
IF THEY SUCCEED, THEY'LL NO DOUBT BE SO DRAINED BY THEIR STRUGGLES, THEY'LL BE EASY PICKINGS FOR US.
EITHER WAY, WE WIN!
YUCK!
I THOUGHT WOLVIE HAD SHOWN ME SOME LOWLIFE DIVES-- GEE, I HOPE HE'S OKAY, BUT KNOWING THE QUEEN, CURSE HER EVIL HEART, WE'LL BE LUCKY TO FIND HIM ALIVE.
THIS PLACE IS THE PITS.

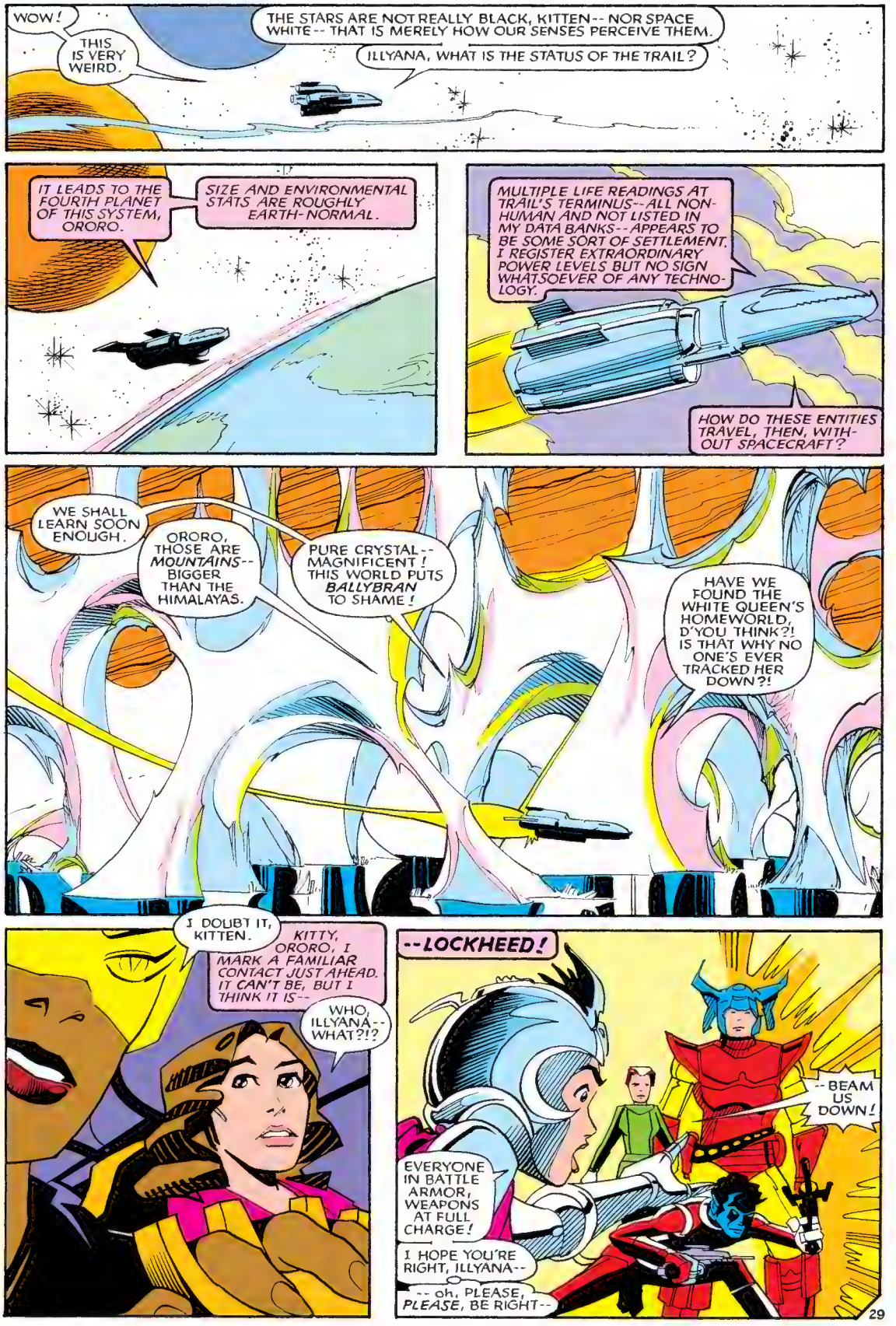

I'D GIVE ANYTHING TO BE SOMEWHERE ELSE, BUT LOCKHEED'S TRAIL LEADS INTO A BLACK HOLE AND NONE OF US HAVE THE SKILL TO MAKE A SAFE TRANSIT.
WE NEED THE BEST PILOT IN THE COSMOS.
EMPEROR CHARLES TOLD ME I'D FIND HER HERE.
IF SHE'S SO GOOD, WHAT'S SHE DOING IN A DUMP LIKE THIS?
NO USE GRUMPING-- I'VE GOT NO CHOICE IF I WANT TO SAVE MY FRIEND...
...AND AVENGE LOCKHEED.
I CAN'T BELIEVE HE'S DEAD.
EVERYONE'S STARING-- NO WONDER, I'M THE ONLY ONE IN THE ROOM WHO'S HAD A RECENT BATH.
WHAT'D YOU SAY?!?
=blush!=
HEY, BUB, THE TENTACLES--
--MOVE 'EM OR LOSE 'EM!
IT'S SO DARK, I CAN BARELY SEE.
COUNT YOUR BLESSINGS, KIDDO.
THERE SHE IS, AT THAT BACK CORNER TABLE.
UH-OH-- I HAVE A BAD FEELING ABOUT THIS.
ORORO?
WHOWANTSTAKNOW?
I-- I'M KITTY PRYDE. YOU'RE-- THE STAR-RIDER?!
WHA'SIT LOOK LIKE T'YOU, BABY?!
SO MUCH FOR THIS IDEA--BUT I'VE GOT TO TRY!
I NEED A PILOT.

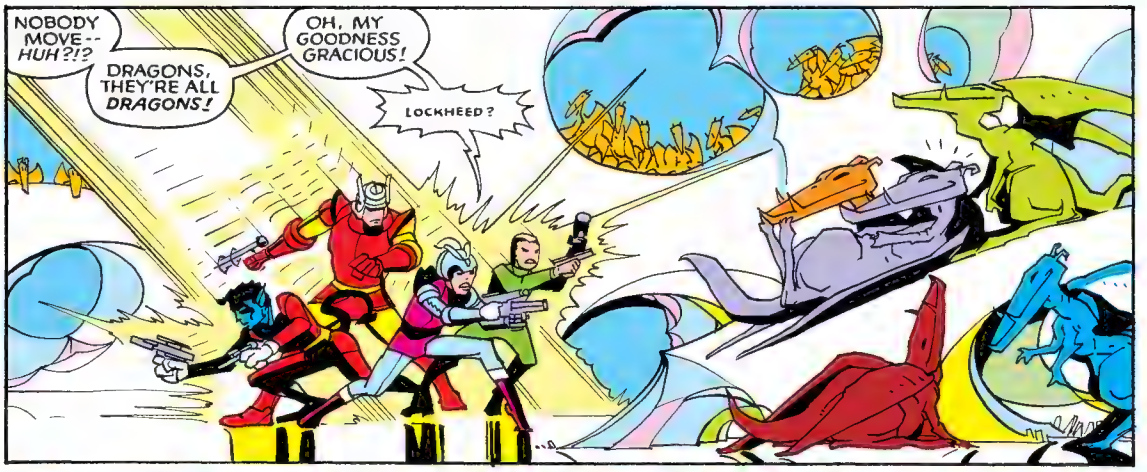
I DON'T FLY ANYMORE.
NOT EVEN FOR LOCKHEED?
G'WAY, GIRL. HE'S DEAD-- AND I'M BUSY.
SO I SEE. I'LL PAY ANY PRICE-- IF I HAVE TO, I'LL BEG!
WASTE'A BREATH. HELP'S NOT MINE T' GIVE, EVEN IF I WANTED TO. I DON'T FLY--
--B'CAUSE I CAN'T!
OKAY, CUTIEHONBUNNY, INTERVIEW'S OVER.
YOU BETTER SCAT, 'FORE YOU GET YORE PRETTYLITTLE KITTYFACE REARRANGED.
I'LL LEAVE WHEN I'M GOOD AN' READY.
LET HER GO, ROGUE.
WHAT HAPPENED, 'RIDER?! YOU JUST GIVE UP?!
LIFE GOT TOO TOUGH, SO YOU FIGURED YOU'D CRAWL INTO THIS HOLE AN' ROT?!
SOMETHING LIKE THAT. WHEN YOU'VE HAD YOUR HEART AND SOUL TORN FROM YOU--LOST EVERYTHING THAT GAVE LIFE MEANING--
--THERE ISN'T MUCH ELSE TO DO.
BULL!
THERE ARE OTHER WAYS TO FLY!
THEY AREN'T THE SAME.
NO, THEY MIGHT BE BETTER!
FINDING OUT INVOLVES TAKING A CHANCE, RISKING FAILURE AND THE PAIN OF DISAPPOINTMENT! IT'S EASIER TO CONVINCE YOURSELF FROM THE START THERE'S NO HOPE, TO FEEL SORRY FOR YOURSELF AND LET YOUR GRIEF AND MISERY FESTER LIKE A CANCER.
IF THAT'S HOW YOU FEEL, THE HECK WITH YOU! WE'LL GO BY OURSELVES--AND WHETHER WE SUCCEED OR FAIL, WE'LL HAVE AT LEAST TRIED!
NOBODY TALKS TO ORORO LIKE THAT!
TAKE IT BACK-- APOLOGIZE, Y'HEAR--OR AH'LL TEAR YOU APART!

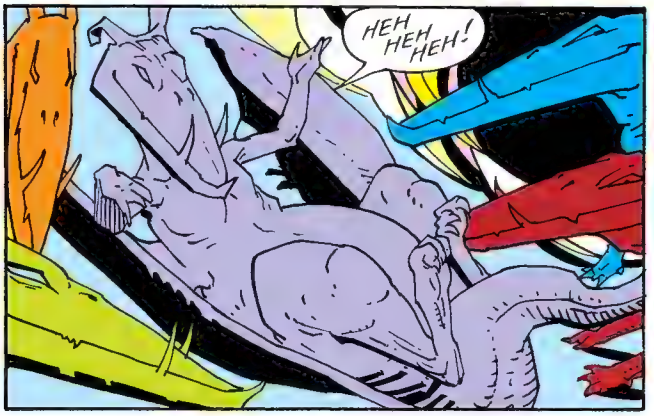

YOU AN' WHO ELSE, RED?!
ENOUGH, CHILDREN!
HUH?!?
I MAKE NO PROMISES, KITTEN.
BUT LOCKHEED WAS AN OLD, DEAR FRIEND.
FOR HIS SAKE-- AND IN HIS MEMORY-- I WILL TRY.
ARE WE MEANT TO BE IMPRESSED BY THE BRAT'S RECRUITMENT OF ORORO?
WHATEVER SKILL-- OR COURAGE-- THE FABLED STAR-RIDER POSSESSED IS GONE.
MAJESTY, THEY APPROACH THE BLACK HOLE!
POOR DEARS, RUSHING HEADLONG INTO OBLIVION-- WHILE WE, THANKS TO THE DATA EXTRACTED FROM OUR DRAGON, WILL BE ABLE TO TRAVERSE THE PASSAGE BETWEEN DIMENSIONS WITH EASE.
YOUR FRIENDS ARE DOOMED, WOLVERINE MY DARLING, AND THERE'S *NOTHING* YOU CAN DO ABOUT IT.
OUR COURSE IS PROJECTED ON YOUR MAIN HOLOCUBE, ORORO.
THANK YOU, NIGHT-CRAWLER.
*MY COMPUTER SUB-SYSTEMS ARE BECOMING INCREASINGLY UNDEPENDABLE, ORORO-- INTERFERENCE GENERATED BY THE SINGULARITY-- IT'LL BE UP TO **YOU** TO PILOT US THROUGH.*
OF THAT FACT, ILLYANA, I AM PAINFULLY AWARE.


I MUST EXPAND MY AWARENESS, ACTUALLY FEEL-- IN MIND AND BODY-- THE SHAPE OF SPACE AROUND ME.
I COULD DO THAT ONCE. I WAS MORE AT HOME HERE THAN ON ANY PLANET. MY POWERS MADE ME ONE WITH THE COSMOS!
I AM A FOOL-- WHAT WAS LOST CAN NEVER BE REGAINED.
BUT KITTY DEPENDS ON ME!
THE SLIGHTEST MISTAKE--
--WILL DESTROY US UTTERLY!
I-- CAN'T!
I TRIED, KITTY, REALLY, BUT IT'S NO GOOD. MY NERVE IS GONE.
I UNDER-STAND.
HOW GENEROUS-- BUT THEN, THOSE WHO ARE WHOLE ARE ALWAYS QUICK TO JUDGE-- AND CONDEMN-- THE MAIMED.
I WOULDN'T KNOW.
BEING CRIPPLED DOESN'T MAKE YOU SO SPECIAL.
YOU'RE NOT THE ONLY PERSON WHO'S EVER SUFFERED, ORORO. I WANT TO RUN AWAY, TOO. I WANT TO SCREAM AND CRY AND GRIEVE-- I'M TIRED OF FIGHTING AND BEING HURT.
SO WHY GO ON?
TOO DARN STUBBORN, I GUESS.


LIFE'S TOO SHORT AND PRECIOUS TO BE WASTED.
LOCKHEED TAUGHT ME THAT.
AND NOW YOU PASS IT ON?
YUP.
LOOK ON THE BRIGHT SIDE--YOU CAN DO THROUGH SKILL WHAT YOU USED TO DO THROUGH TALENT. IT'S THE PERFECT OPPORTUNITY TO PROVE...
...YOU REALLY ARE THE BEST!
ALL RIGHT, THEN, KITTEN.
JUST REMEMBER, YOU ASKED FOR THIS.
ME AN' MY BIG MOUTH, huh?
PRECISELY.
WE'RE PAST THE EVENT HORIZON, CREW. FROM HERE ON...
... THERE'S NO TURNING BACK!
ROUGH RIDE!!
WHAT ELSE DID YOU EXPECT?
WARNING, ORORO! GRAVIMETRIC STRESSES ARE OFF THEIR SCALES. I DON'T KNOW HOW MUCH MORE I CAN ENDURE.
CONSIDER IT THE IDEAL CHANCE, ILLYANA, TO PROVE YOU'RE THE EQUAL OF YOUR PILOT.
HA! STAR-RIDER, YOU'VE GOT YOURSELF A DEAL!
ORORO, ILLYANA, GUYS-- WE MADE IT!!


WOW!
THIS IS VERY WEIRD.
THE STARS ARE NOT REALLY BLACK, KITTEN-- NOR SPACE WHITE-- THAT IS MERELY HOW OUR SENSES PERCEIVE THEM.
ILLYANA, WHAT IS THE STATUS OF THE TRAIL?
IT LEADS TO THE FOURTH PLANET OF THIS SYSTEM, ORORO.
SIZE AND ENVIRONMENTAL STATS ARE ROUGHLY EARTH-NORMAL.
MULTIPLE LIFE READINGS AT TRAIL'S TERMINUS-- ALL NON-HUMAN AND NOT LISTED IN MY DATA BANKS-- APPEARS TO BE SOME SORT OF SETTLEMENT. I REGISTER EXTRAORDINARY POWER LEVELS BUT NO SIGN WHATSOEVER OF ANY TECHNOLOGY.
HOW DO THESE ENTITIES TRAVEL, THEN, WITHOUT SPACECRAFT?
WE SHALL LEARN SOON ENOUGH.
ORORO, THOSE ARE MOUNTAINS-- BIGGER THAN THE HIMALAYAS.
PURE CRYSTAL-- MAGNIFICENT! THIS WORLD PUTS BALLYBRAN TO SHAME!
HAVE WE FOUND THE WHITE QUEEN'S HOMEWORLD, D'YOU THINK?! IS THAT WHY NO ONE'S EVER TRACKED HER DOWN?!
I DOUBT IT, KITTEN.
KITTY, ORORO, I MARK A FAMILIAR CONTACT JUST AHEAD. IT CAN'T BE, BUT I THINK IT IS--
WHO, ILLYANA-- WHAT?!?
--LOCKHEED!
--BEAM US DOWN!
EVERYONE IN BATTLE ARMOR, WEAPONS AT FULL CHARGE!
I HOPE YOU'RE RIGHT, ILLYANA--
-- oh, PLEASE, PLEASE, BE RIGHT--


NOBODY MOVE-- HUH?!?
DRAGONS, THEY'RE ALL DRAGONS!
OH, MY GOODNESS GRACIOUS!
LOCKHEED?


HEH HEH HEH!

ALL IS WELL, ORORO. LOCKHEED IS INDEED ALIVE AND UNHARMED...
... ALBEIT PERHAPS A TRIFLE... WORN OUT.
NIGHTCRAWLER!?! TSK.

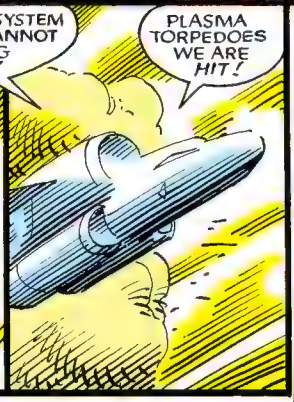
OH?
"OH," INDEED. THIS DRACIC COMMUNITY SEEMS TO BE...
...ENTIRELY FEMALE.

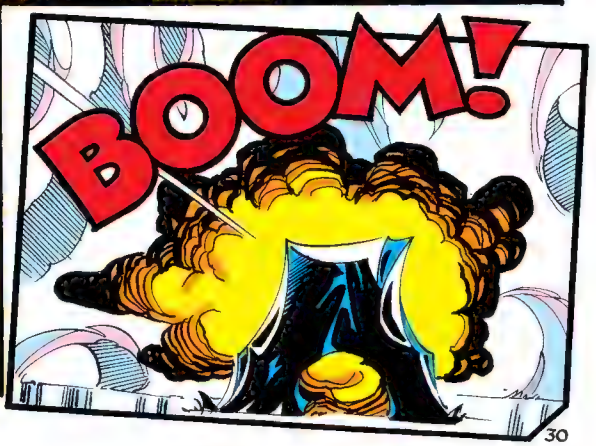
THE PROBLEM, I WAGER, WILL NOT BE SAVING THE POOR DARLING, BUT PERSUADING HIM TO LEAVE.

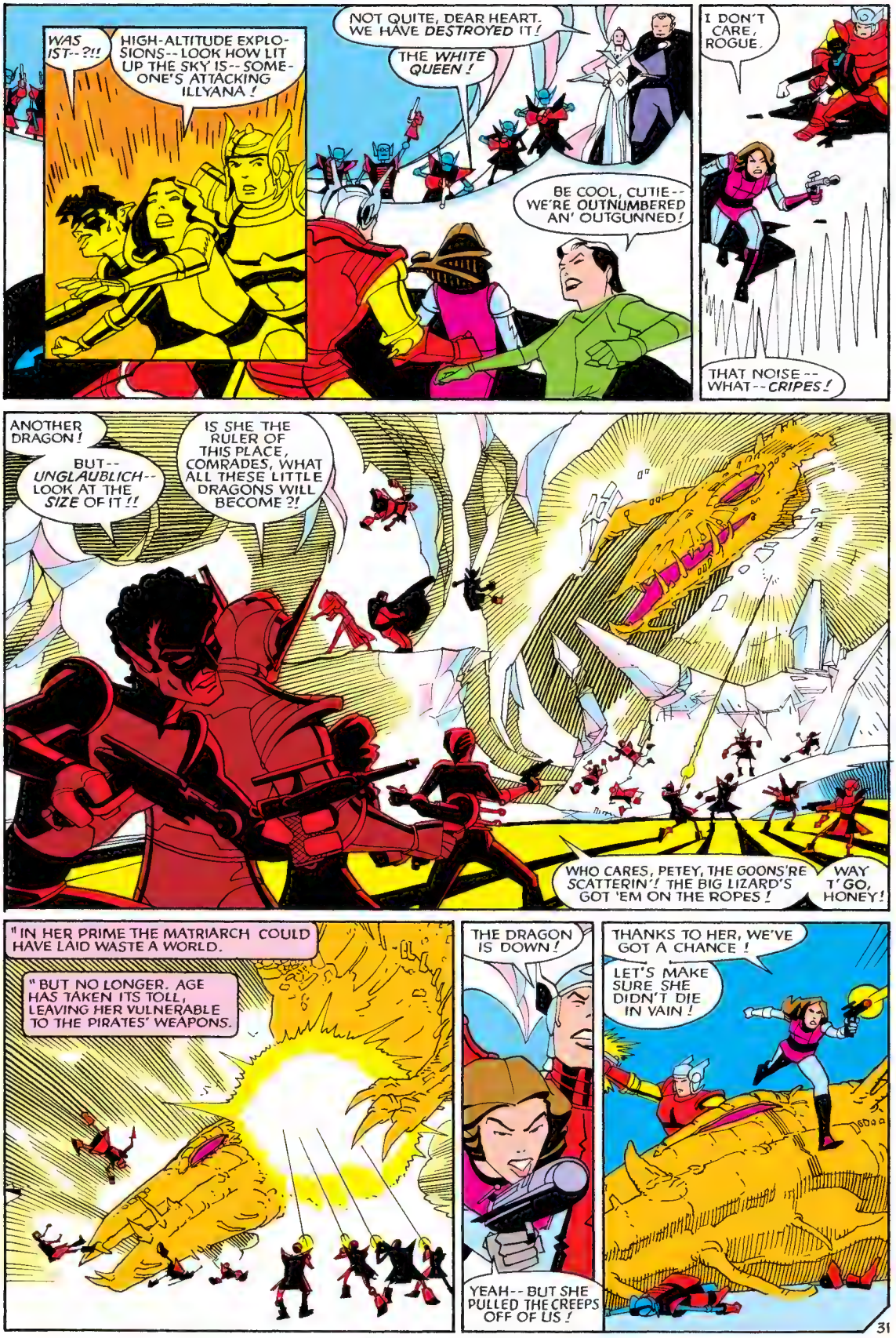
OR... LRZKT... ORO-- MASSIVE... SIZZLKT... KRKL--FERENCE--

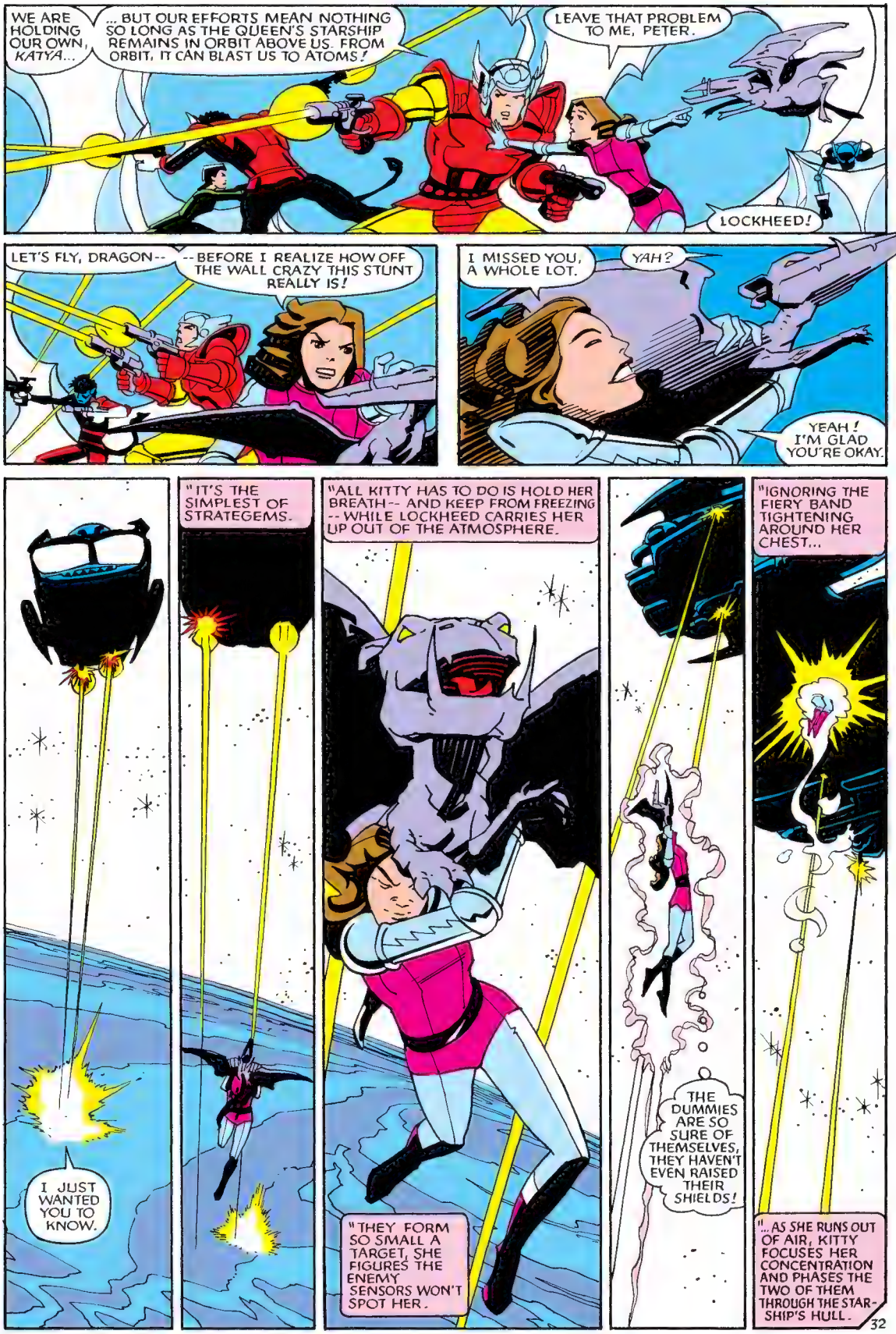
ILLYANA?!

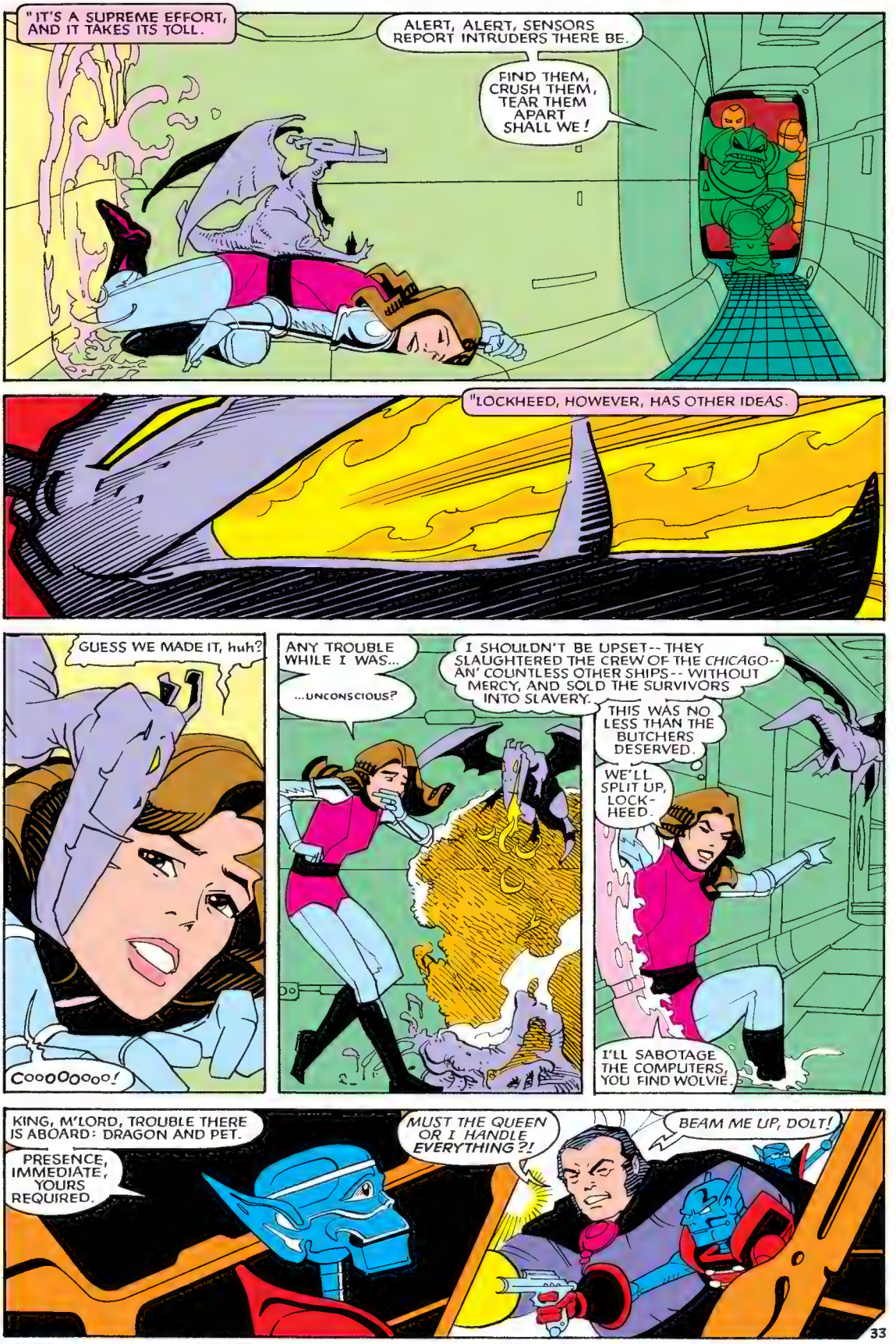
NO ANSWER-- THE COM SYSTEM IS BEING JAMMED, I CANNOT CONTACT THE LANDING PARTY-- GODDESS!


PLASMA TORPEDOES WE ARE HIT!

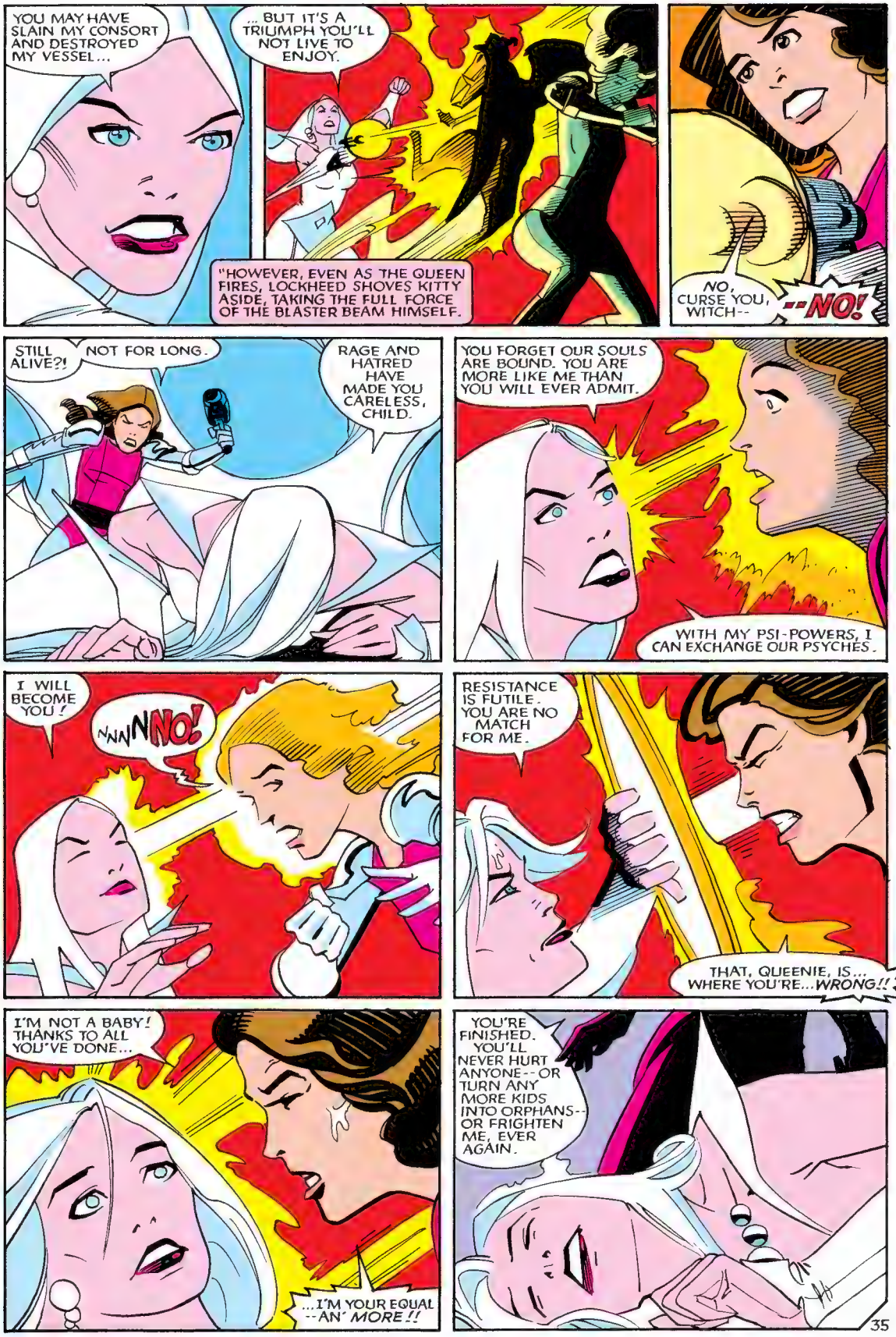

BOOM!

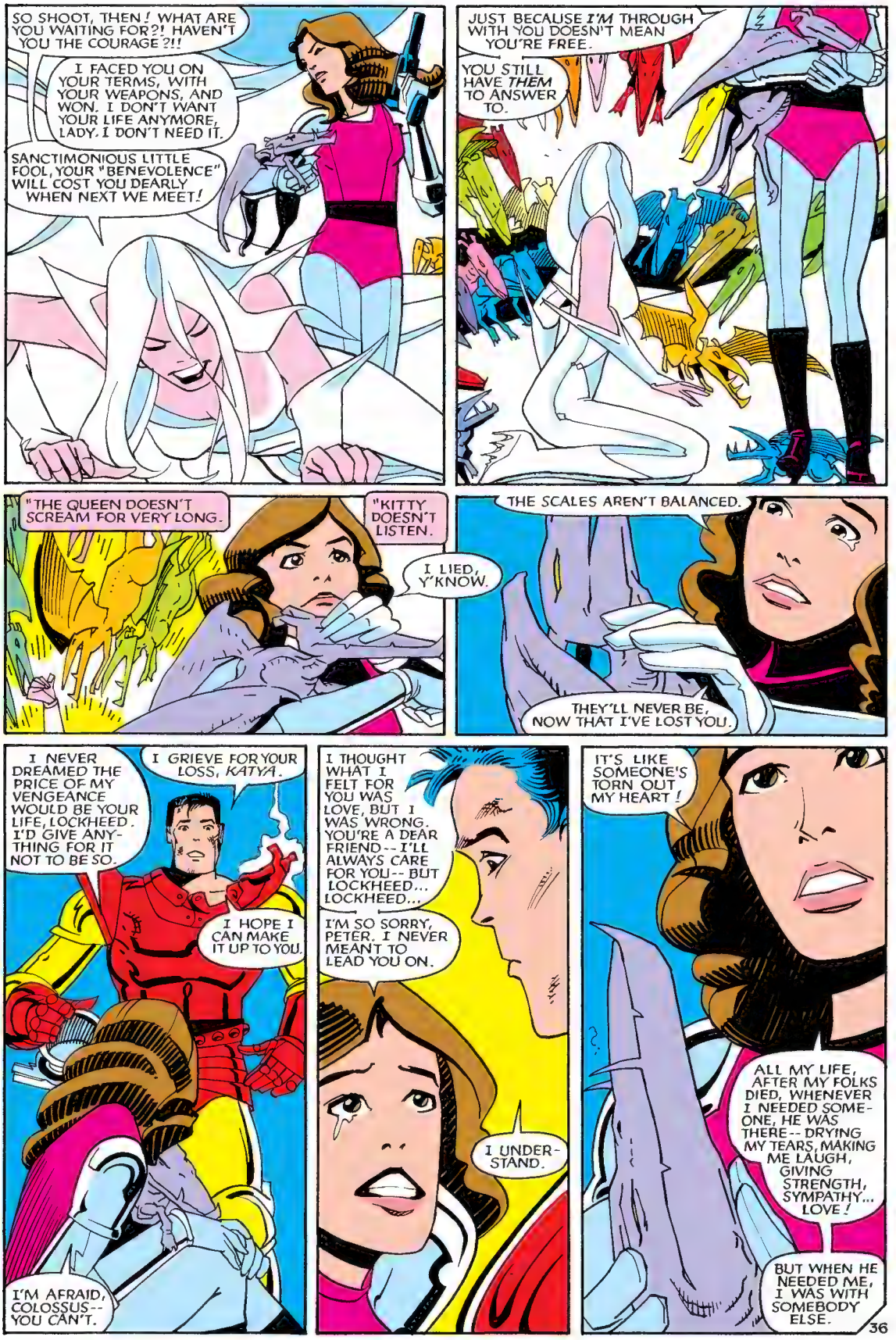

WAS IST--?!!
HIGH-ALTITUDE EXPLOSIONS--LOOK HOW LIT UP THE SKY IS--SOMEONE'S ATTACKING ILLYANA!
NOT QUITE, DEAR HEART. WE HAVE DESTROYED IT!
THE WHITE QUEEN!
BE COOL, CUTIE--WE'RE OUTNUMBERED AN' OUTGUNNED!
I DON'T CARE, ROGUE.
THAT NOISE--WHAT--CRIPES!
ANOTHER DRAGON!
BUT--UNGLAUBLICH--LOOK AT THE SIZE OF IT!!
IS SHE THE RULER OF THIS PLACE, COMRADES, WHAT ALL THESE LITTLE DRAGONS WILL BECOME?!
WHO CARES, PETEY, THE GOONS'RE SCATTERIN'! THE BIG LIZARD'S GOT 'EM ON THE ROPES!
WAY T'GO, HONEY!
"IN HER PRIME THE MATRIARCH COULD HAVE LAID WASTE A WORLD.
"BUT NO LONGER. AGE HAS TAKEN ITS TOLL, LEAVING HER VULNERABLE TO THE PIRATES' WEAPONS.
THE DRAGON IS DOWN!
YEAH--BUT SHE PULLED THE CREEPS OFF OF US!
THANKS TO HER, WE'VE GOT A CHANCE!
LET'S MAKE SURE SHE DIDN'T DIE IN VAIN!

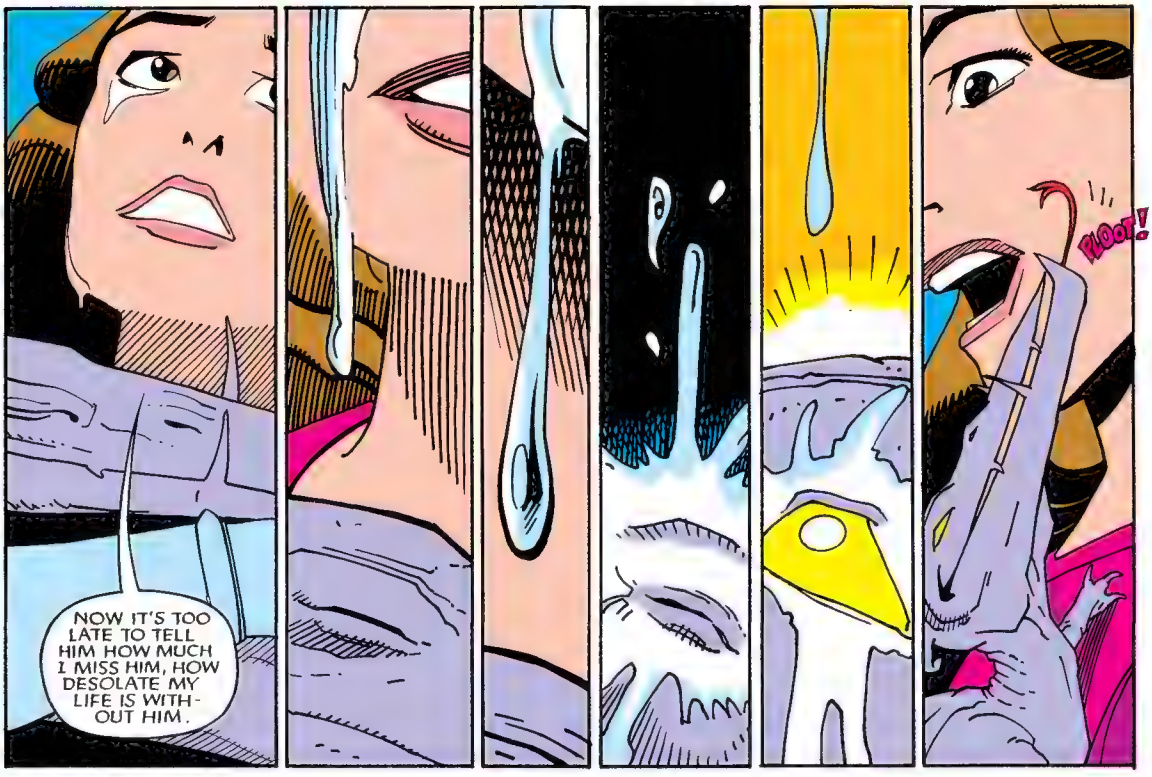

WE ARE HOLDING OUR OWN, KATYA...
...BUT OUR EFFORTS MEAN NOTHING SO LONG AS THE QUEEN'S STARSHIP REMAINS IN ORBIT ABOVE US. FROM ORBIT, IT CAN BLAST US TO ATOMS!
LEAVE THAT PROBLEM TO ME, PETER.
LOCKHEED!
LET'S FLY, DRAGON--
--BEFORE I REALIZE HOW OFF THE WALL CRAZY THIS STUNT REALLY IS!
I MISSED YOU, A WHOLE LOT.
YAH?
YEAH! I'M GLAD YOU'RE OKAY.
I JUST WANTED YOU TO KNOW.
"IT'S THE SIMPLEST OF STRATEGEMS.
"ALL KITTY HAS TO DO IS HOLD HER BREATH-- AND KEEP FROM FREEZING -- WHILE LOCKHEED CARRIES HER UP OUT OF THE ATMOSPHERE.
"THEY FORM SO SMALL A TARGET, SHE FIGURES THE ENEMY SENSORS WON'T SPOT HER.
THE DUMMIES ARE SO SURE OF THEMSELVES, THEY HAVEN'T EVEN RAISED THEIR SHIELDS!
"IGNORING THE FIERY BAND TIGHTENING AROUND HER CHEST...
"...AS SHE RUNS OUT OF AIR, KITTY FOCUSES HER CONCENTRATION AND PHASES THE TWO OF THEM THROUGH THE STAR-SHIP'S HULL.


"IT'S A SUPREME EFFORT, AND IT TAKES ITS TOLL.
ALERT, ALERT, SENSORS REPORT INTRUDERS THERE BE.
FIND THEM, CRUSH THEM, TEAR THEM APART SHALL WE!
"LOCKHEED, HOWEVER, HAS OTHER IDEAS.
GUESS WE MADE IT, huh?
Cooooooo!
ANY TROUBLE WHILE I WAS...
...UNCONSCIOUS?
I SHOULDN'T BE UPSET-- THEY SLAUGHTERED THE CREW OF THE CHICAGO-- AN' COUNTLESS OTHER SHIPS-- WITHOUT MERCY, AND SOLD THE SURVIVORS INTO SLAVERY.
THIS WAS NO LESS THAN THE BUTCHERS DESERVED.
WE'LL SPLIT UP, LOCK-HEED.
I'LL SABOTAGE THE COMPUTERS, YOU FIND WOLVIE.
KING, M'LORD, TROUBLE THERE IS ABOARD: DRAGON AND PET.
PRESENCE, IMMEDIATE, YOURS REQUIRED.
MUST THE QUEEN OR I HANDLE EVERYTHING?!
BEAM ME UP, DOLT!

LOCKHEED'S THE PRIMARY THREAT.
GUIDE TO HIM, YOU SHALL WE!
"AND, SECONDS LATER, IN THE QUEEN'S PRIVATE CHAMBERS...
WHAT'S HE DOING HERE?!
ZORCH!
HE COULD HAVE DONE FAR MORE DAMAGE ELSEWHERE.
DEPENDS ON YOUR POINT OF VIEW.
SWIK!
WHO SPOKE-- WHAT'S THAT NOISE?!
ME, BUB-- AN' MY CLAWS!
BOSS THOUGHT I MIGHT WANT TO BE IN ON THE ACTION, SO HE THAWED ME OUT!
AAIIIEEE!
MY PSILINK WITH THE KING-- IT'S BEEN SEVERED!
AND THE SHIP WON'T ANSWER MY COMCALLS!
TOUGH, AIN'T IT, QUEENIE?
YOU!
WRETCHED BRAT, WHAT HAVE YOU DONE?!!
SNAP!
BALANCED THE SCALES.
PAID SOME DEBTS.


YOU MAY HAVE SLAIN MY CONSORT AND DESTROYED MY VESSEL...
... BUT IT'S A TRIUMPH YOU'LL NOT LIVE TO ENJOY.
"HOWEVER, EVEN AS THE QUEEN FIRES, LOCKHEED SHOVES KITTY ASIDE, TAKING THE FULL FORCE OF THE BLASTER BEAM HIMSELF.
NO, CURSE YOU, WITCH--
--NO!
STILL ALIVE?!
NOT FOR LONG.
RAGE AND HATRED HAVE MADE YOU CARELESS, CHILD.
YOU FORGET OUR SOULS ARE BOUND. YOU ARE MORE LIKE ME THAN YOU WILL EVER ADMIT.
WITH MY PSI-POWERS, I CAN EXCHANGE OUR PSYCHES.
I WILL BECOME YOU!
NNNNO!
RESISTANCE IS FUTILE. YOU ARE NO MATCH FOR ME.
THAT, QUEENIE, IS... WHERE YOU'RE...WRONG!!
I'M NOT A BABY! THANKS TO ALL YOU'VE DONE...
...I'M YOUR EQUAL --AN' MORE!!
YOU'RE FINISHED. YOU'LL NEVER HURT ANYONE--OR TURN ANY MORE KIDS INTO ORPHANS--OR FRIGHTEN ME, EVER AGAIN.

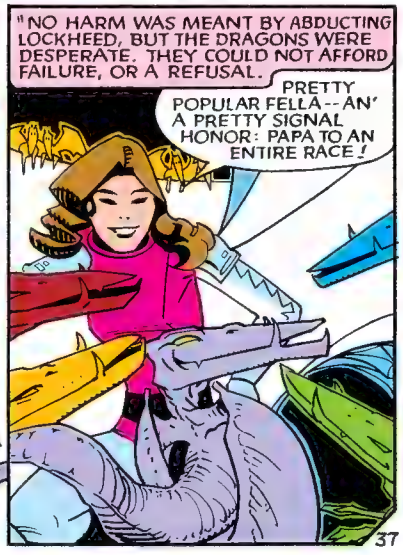

SO SHOOT, THEN! WHAT ARE YOU WAITING FOR?! HAVEN'T YOU THE COURAGE?!!
I FACED YOU ON YOUR TERMS, WITH YOUR WEAPONS, AND WON. I DON'T WANT YOUR LIFE ANYMORE, LADY. I DON'T NEED IT.
SANCTIMONIOUS LITTLE FOOL, YOUR "BENEVOLENCE" WILL COST YOU DEARLY WHEN NEXT WE MEET!
JUST BECAUSE I'M THROUGH WITH YOU DOESN'T MEAN YOU'RE FREE.
YOU STILL HAVE THEM TO ANSWER TO.
"THE QUEEN DOESN'T SCREAM FOR VERY LONG.
"KITTY DOESN'T LISTEN.
I LIED, Y'KNOW.
THE SCALES AREN'T BALANCED.
THEY'LL NEVER BE, NOW THAT I'VE LOST YOU.
I NEVER DREAMED THE PRICE OF MY VENGEANCE WOULD BE YOUR LIFE, LOCKHEED. I'D GIVE ANYTHING FOR IT NOT TO BE SO.
I GRIEVE FOR YOUR LOSS, KATYA.
I HOPE I CAN MAKE IT UP TO YOU.
I'M AFRAID, COLOSSUS-- YOU CAN'T.
I THOUGHT WHAT I FELT FOR YOU WAS LOVE, BUT I WAS WRONG. YOU'RE A DEAR FRIEND-- I'LL ALWAYS CARE FOR YOU-- BUT LOCKHEED... LOCKHEED...
I'M SO SORRY, PETER. I NEVER MEANT TO LEAD YOU ON.
I UNDERSTAND.
IT'S LIKE SOMEONE'S TORN OUT MY HEART!
ALL MY LIFE, AFTER MY FOLKS DIED, WHENEVER I NEEDED SOMEONE, HE WAS THERE-- DRYING MY TEARS, MAKING ME LAUGH, GIVING STRENGTH, SYMPATHY... LOVE!
BUT WHEN HE NEEDED ME, I WAS WITH SOMEBODY ELSE.

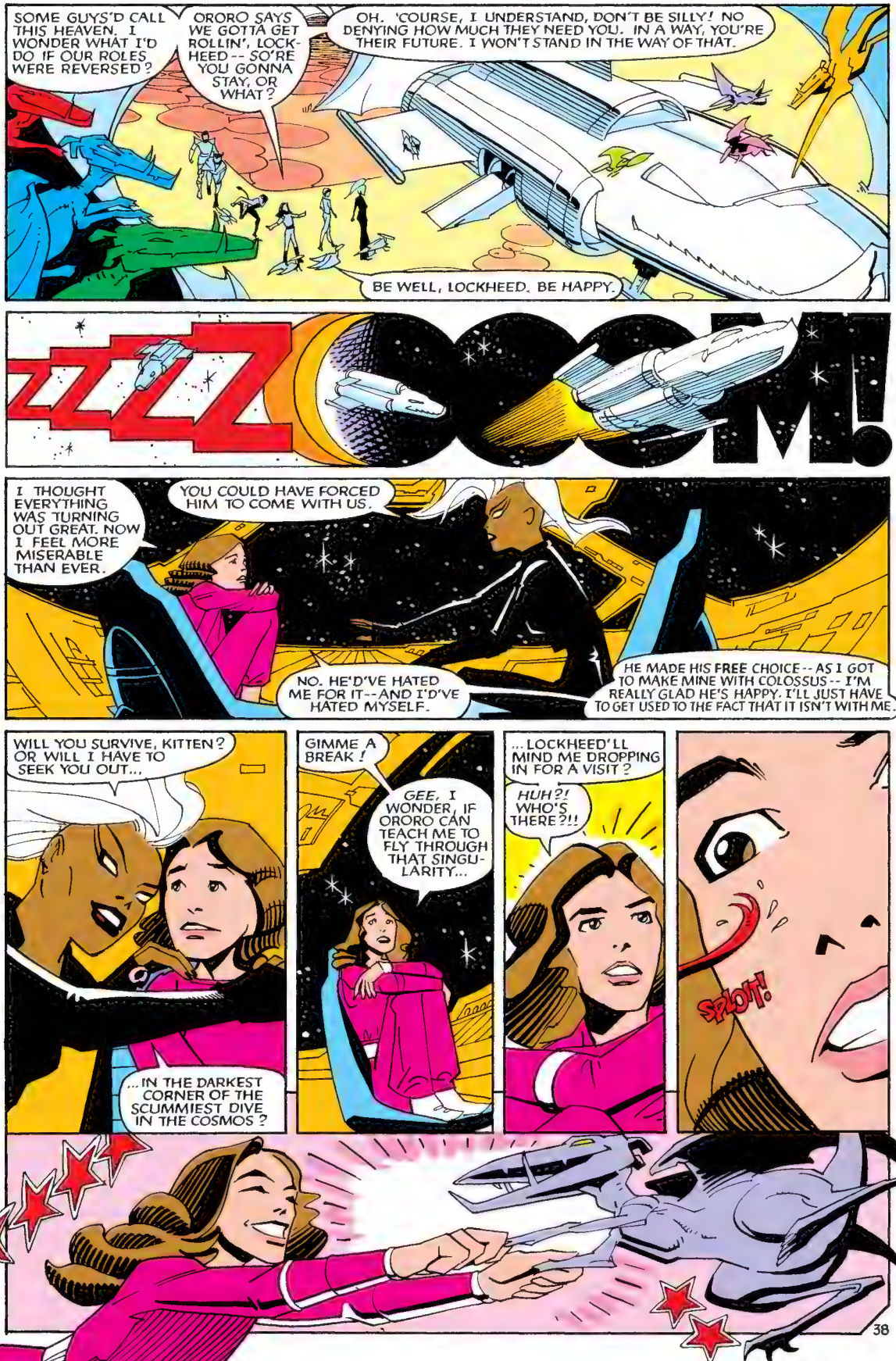

NOW IT'S TOO LATE TO TELL HIM HOW MUCH I MISS HIM, HOW DESOLATE MY LIFE IS WITHOUT HIM.
PLOOT!

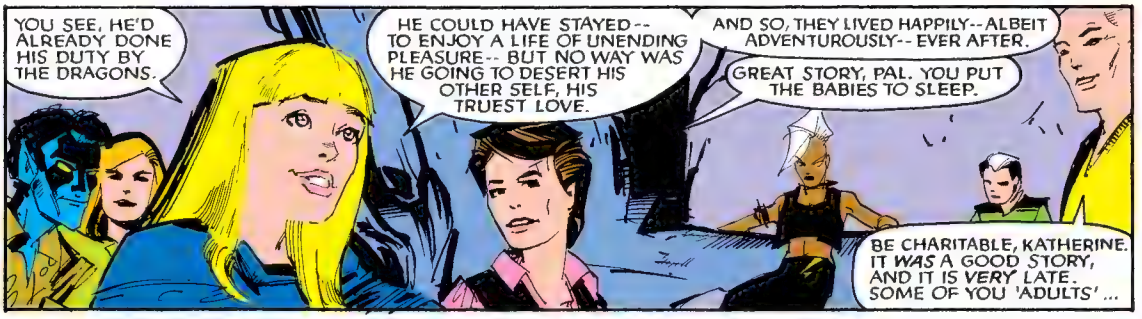
LOCKHEED, YOU'RE NOT DEAD--YOU'RE ALIVE!!!
'RORO, YOU'RE OKAY, TOO!
OF COURSE, ROGUE, WHAT ELSE DID YOU EXPECT?
I HAVE ONLY JUST LEARNED TO LIVE AGAIN!

I AM FAR FROM READY TO GIVE THAT UP.
AN' I'M FAR TOO TOUGH AN' ORNERY!

"IT SEEMS THAT ALL THIS WORLD'S MALE DRAGONS HAD PERISHED IN A PLAGUE. THE SURVIVING FEMALES FACED EXTINCTION UNLESS A MALE COULD BE FOUND TO PROPAGATE THEIR SPECIES.
AND YOU WERE IT, huh, HOTSTUFF?
YAH!

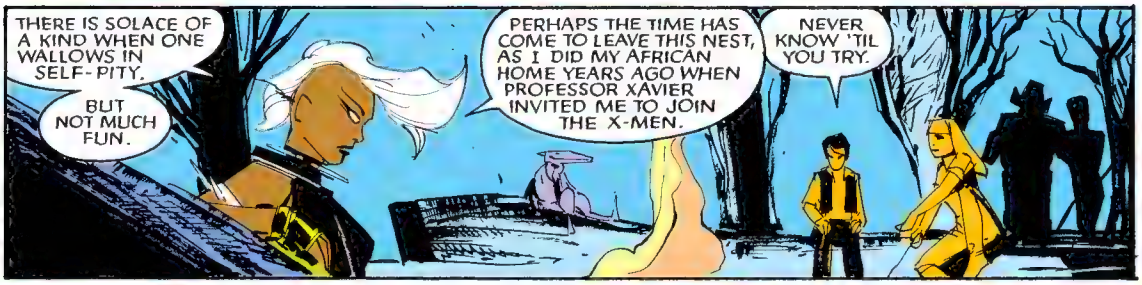

"NO HARM WAS MEANT BY ABDUCTING LOCKHEED, BUT THE DRAGONS WERE DESPERATE. THEY COULD NOT AFFORD FAILURE, OR A REFUSAL.
PRETTY POPULAR FELLA--AN' A PRETTY SIGNAL HONOR: PAPA TO AN ENTIRE RACE!


SOME GUYS'D CALL THIS HEAVEN. I WONDER WHAT I'D DO IF OUR ROLES WERE REVERSED?
ORORO SAYS WE GOTTA GET ROLLIN', LOCKHEED -- SO'RE YOU GONNA STAY, OR WHAT?
OH. 'COURSE, I UNDERSTAND, DON'T BE SILLY! NO DENYING HOW MUCH THEY NEED YOU. IN A WAY, YOU'RE THEIR FUTURE. I WON'T STAND IN THE WAY OF THAT.
BE WELL, LOCKHEED. BE HAPPY.
ZZZOOOM!
I THOUGHT EVERYTHING WAS TURNING OUT GREAT. NOW I FEEL MORE MISERABLE THAN EVER.
YOU COULD HAVE FORCED HIM TO COME WITH US.
NO. HE'D'VE HATED ME FOR IT--AND I'D'VE HATED MYSELF.
HE MADE HIS FREE CHOICE -- AS I GOT TO MAKE MINE WITH COLOSSUS -- I'M REALLY GLAD HE'S HAPPY. I'LL JUST HAVE TO GET USED TO THE FACT THAT IT ISN'T WITH ME.
WILL YOU SURVIVE, KITTEN? OR WILL I HAVE TO SEEK YOU OUT...
...IN THE DARKEST CORNER OF THE SCUMMIEST DIVE IN THE COSMOS?
GIMME A BREAK!
GEE, I WONDER, IF ORORO CAN TEACH ME TO FLY THROUGH THAT SINGULARITY...
...LOCKHEED'LL MIND ME DROPPING IN FOR A VISIT?
HUH?! WHO'S THERE?!!
SPLOTT!


YOU SEE, HE'D ALREADY DONE HIS DUTY BY THE DRAGONS.
HE COULD HAVE STAYED-- TO ENJOY A LIFE OF UNENDING PLEASURE-- BUT NO WAY WAS HE GOING TO DESERT HIS OTHER SELF, HIS TRUEST LOVE.
AND SO, THEY LIVED HAPPILY--ALBEIT ADVENTUROUSLY-- EVER AFTER.
GREAT STORY, PAL. YOU PUT THE BABIES TO SLEEP.
BE CHARITABLE, KATHERINE. IT *WAS* A GOOD STORY, AND IT IS *VERY* LATE. SOME OF YOU 'ADULTS' ...

...CAN HELP ME PUT THEM TO BED, WHILE THE REST OF YOU TIDY THE CAMPSITE AND EXTINGUISH THE FIRE.
DON'T HEAR NO GUFFAWS, HUNTER. YOU OWE ME FIVE BUCKS.
MY PLEASURE, LOGAN. A STORY LIKE THAT'S WORTH TWICE THE PRICE.

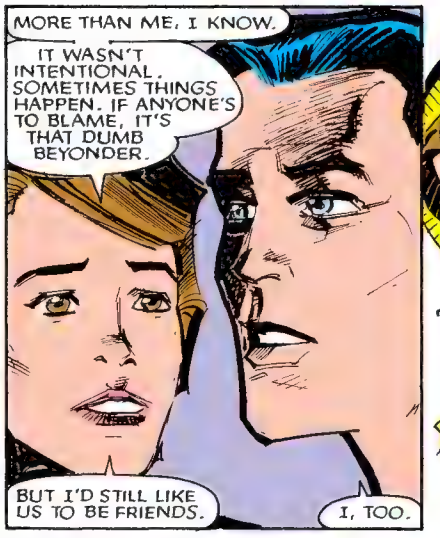
ESPECIALLY IF ILLYANA GETS AWAY WITH WHAT I THINK SHE WAS UP TO.
AMEN T' THAT, DARLIN'.
WALK Y' HOME?
THANKS. I'D LIKE THAT.

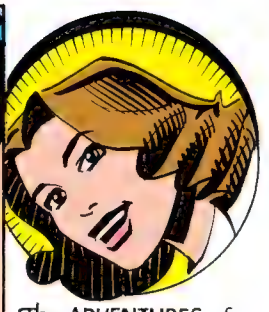

THERE IS SOLACE OF A KIND WHEN ONE WALLOWS IN SELF-PITY.
BUT NOT MUCH FUN.
PERHAPS THE TIME HAS COME TO LEAVE THIS NEST, AS I DID MY AFRICAN HOME YEARS AGO WHEN PROFESSOR XAVIER INVITED ME TO JOIN THE X-MEN.
NEVER KNOW 'TIL YOU TRY.

WE'VE BOTH BEEN THROUGH A LOT LATELY-- WE'VE SUFFERED, WE'VE BEEN HURT-- BUT WE SURVIVED. WE GOT BETTER. WE'LL GET BETTER STILL.
AGREED.
WILL I SEE YOU AGAIN, ORORO?
IN MY HEART AND SOUL, DEARCHILD, WE WILL NEVER BE APART.

SAME HERE.
NOW FOR THE HARD PART.
NO LESS SO FOR HIM.
I GUESS. WISH ME LUCK.

PETER, WAIT!
IS THAT HOW YOU BELIEVE IT WAS WITH ME, KITTY--YOU AND LOCKHEED AND I IN THE STORY REPRESENTING ME AND YOU AND ZSAJI?
YOU NEVER TOLD ME HER NAME. IT'S VERY BEAUTIFUL.
KITTY, I LOVED HER!


MORE THAN ME, I KNOW.
IT WASN'T INTENTIONAL. SOMETIMES THINGS HAPPEN. IF ANYONE'S TO BLAME, IT'S THAT DUMB BEYONDER.
BUT I'D STILL LIKE US TO BE FRIENDS.
I, TOO.



The ADVENTURES of LOCKHEED THE SPACE DRAGON AND HIS PET GIRL KITTY

A STAN LEE PRESENTATION

★ STARRING ★

THE UNCANNY X-MEN

AS CHRONICLED BY

CHRIS CLAREMONT
• writer •

STEVE LEIALOHA
• artist •

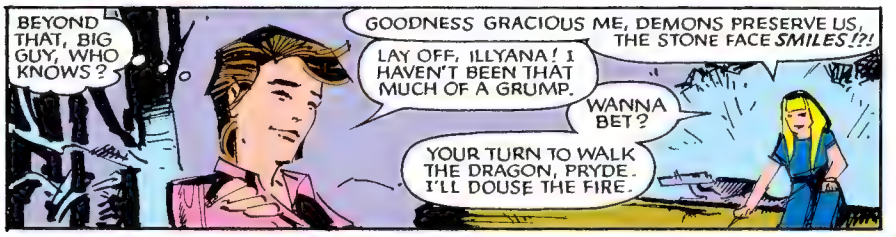
JO DUFFY
• original idea •

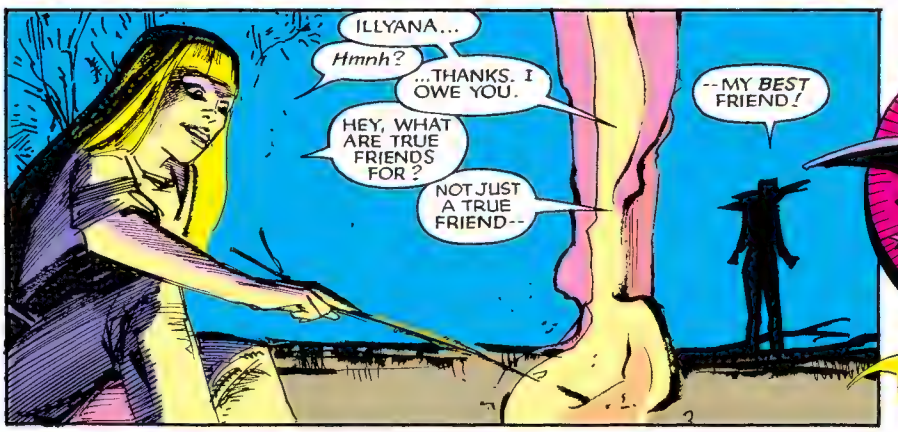
GLYNIS WEIN
• colorist •

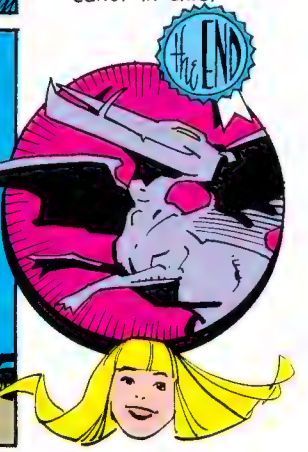
TOM ORZECHOWSKI
• letterer •

ANN NOCENTI
• editor •

JIM SHOOTER
• editor-in-chief •


BEYOND THAT, BIG GUY, WHO KNOWS?
GOODNESS GRACIOUS ME, DEMONS PRESERVE US, THE STONE FACE SMILES!?!
LAY OFF, ILLYANA! I HAVEN'T BEEN THAT MUCH OF A GRUMP.
WANNA BET?
YOUR TURN TO WALK THE DRAGON, PRYDE. I'LL DOUSE THE FIRE.





#1 IN A TWO-ISSUE LIMITED SERIES

X-MEN AND ALPHA FLIGHT

MARVEL

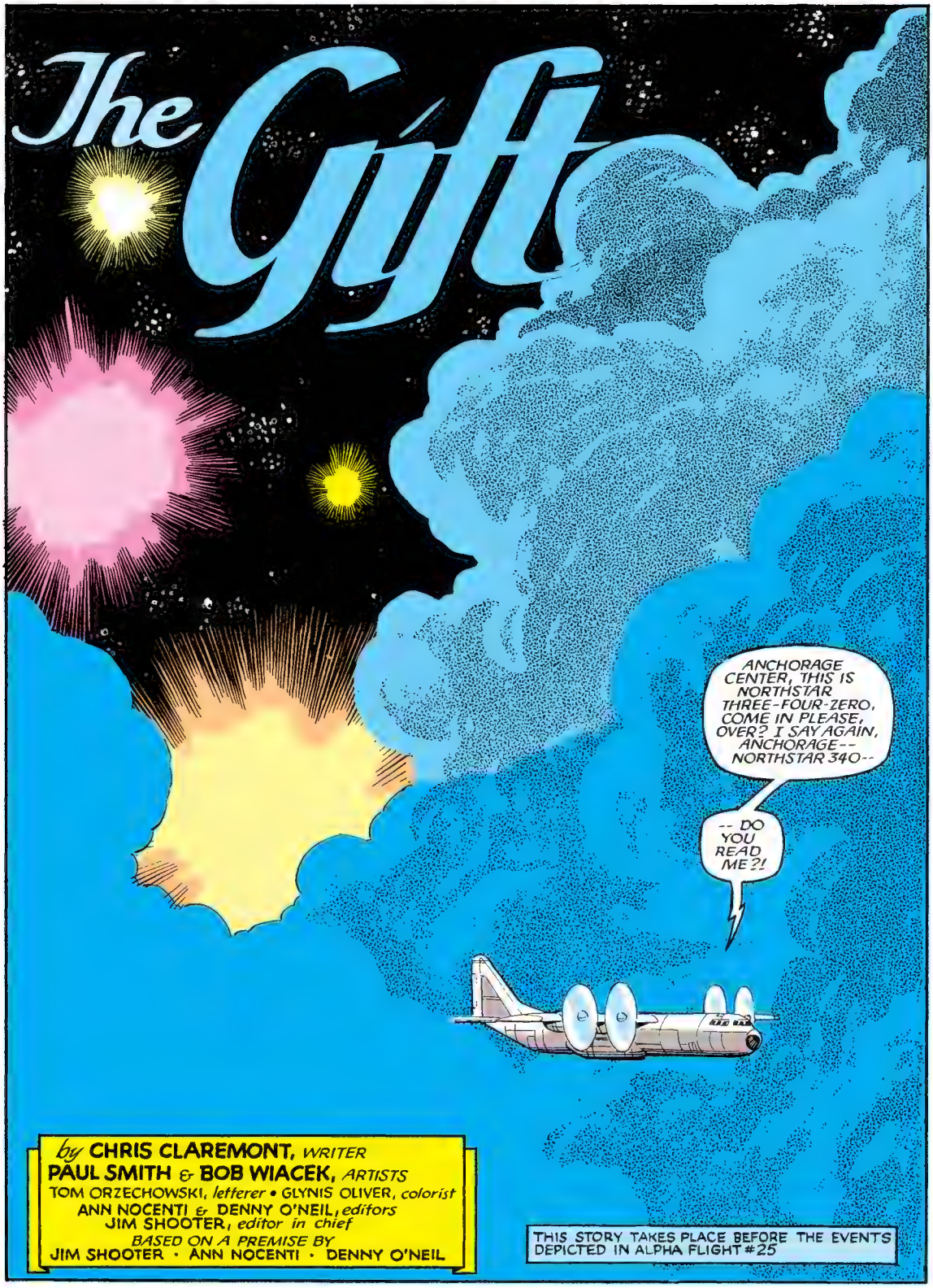
© 1985 MARVEL COMICS GROUP

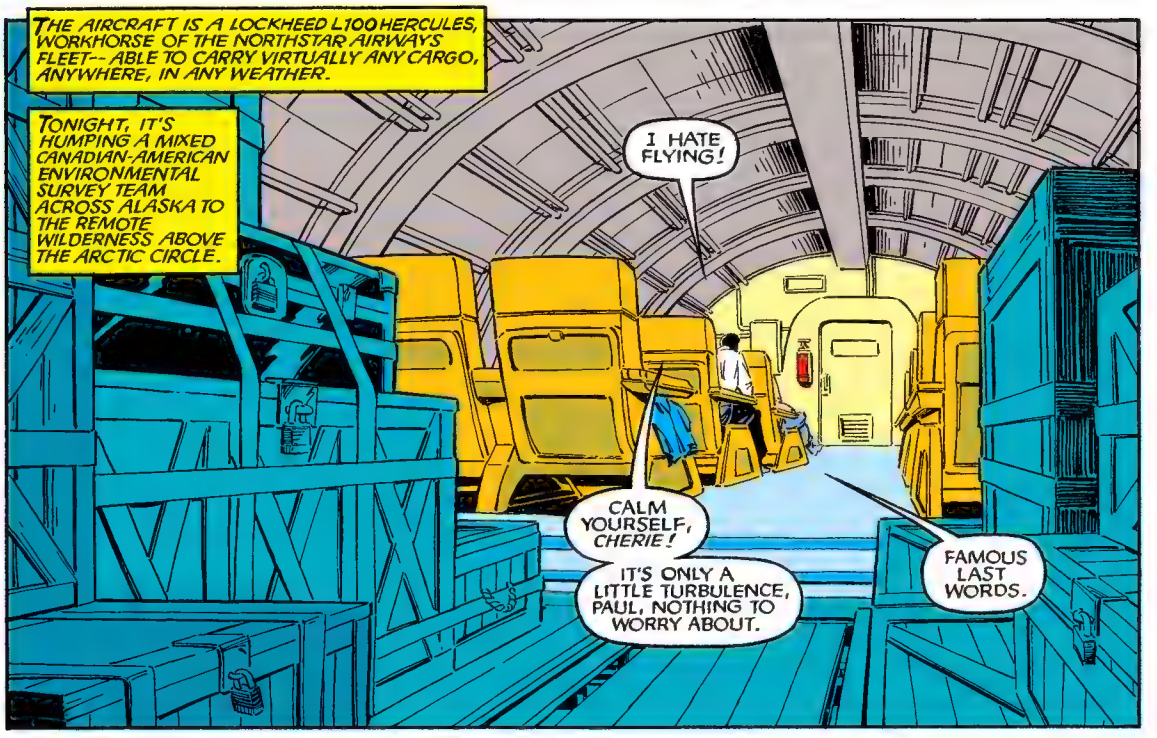
TM

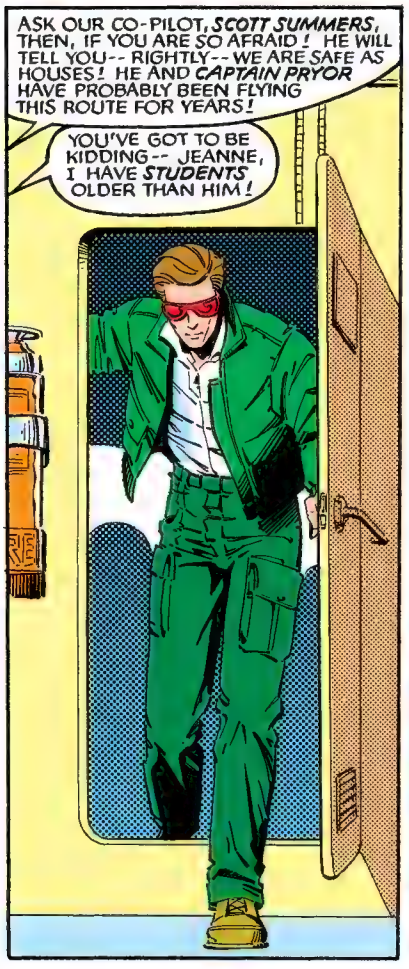
$1.50
1
DEC
02572

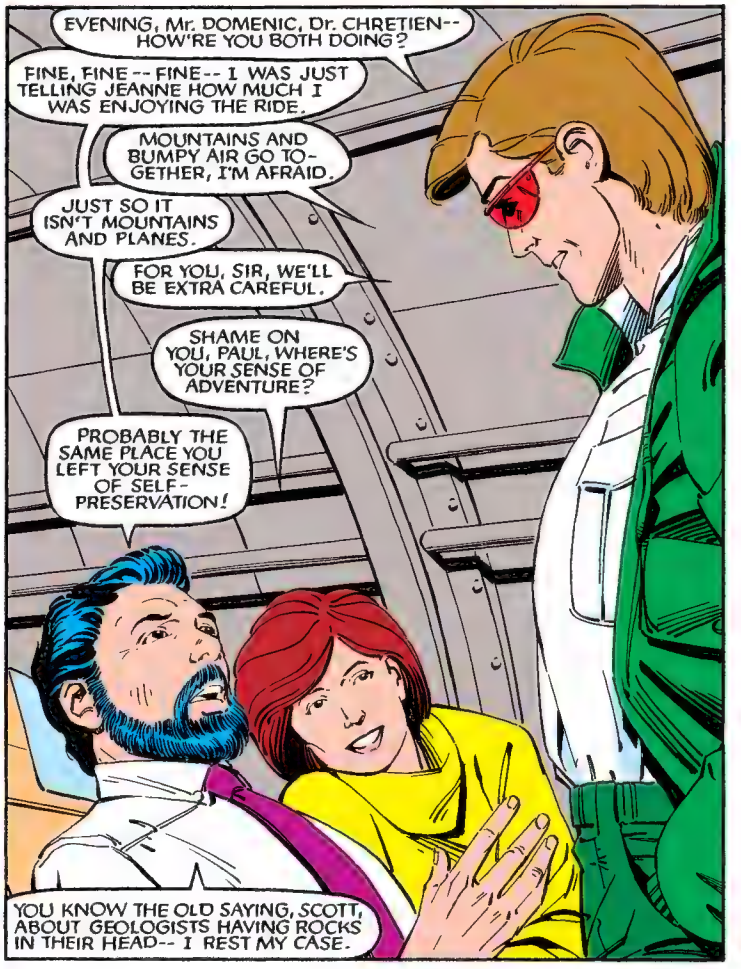
APPROVED BY THE COMICS CODE AUTHORITY

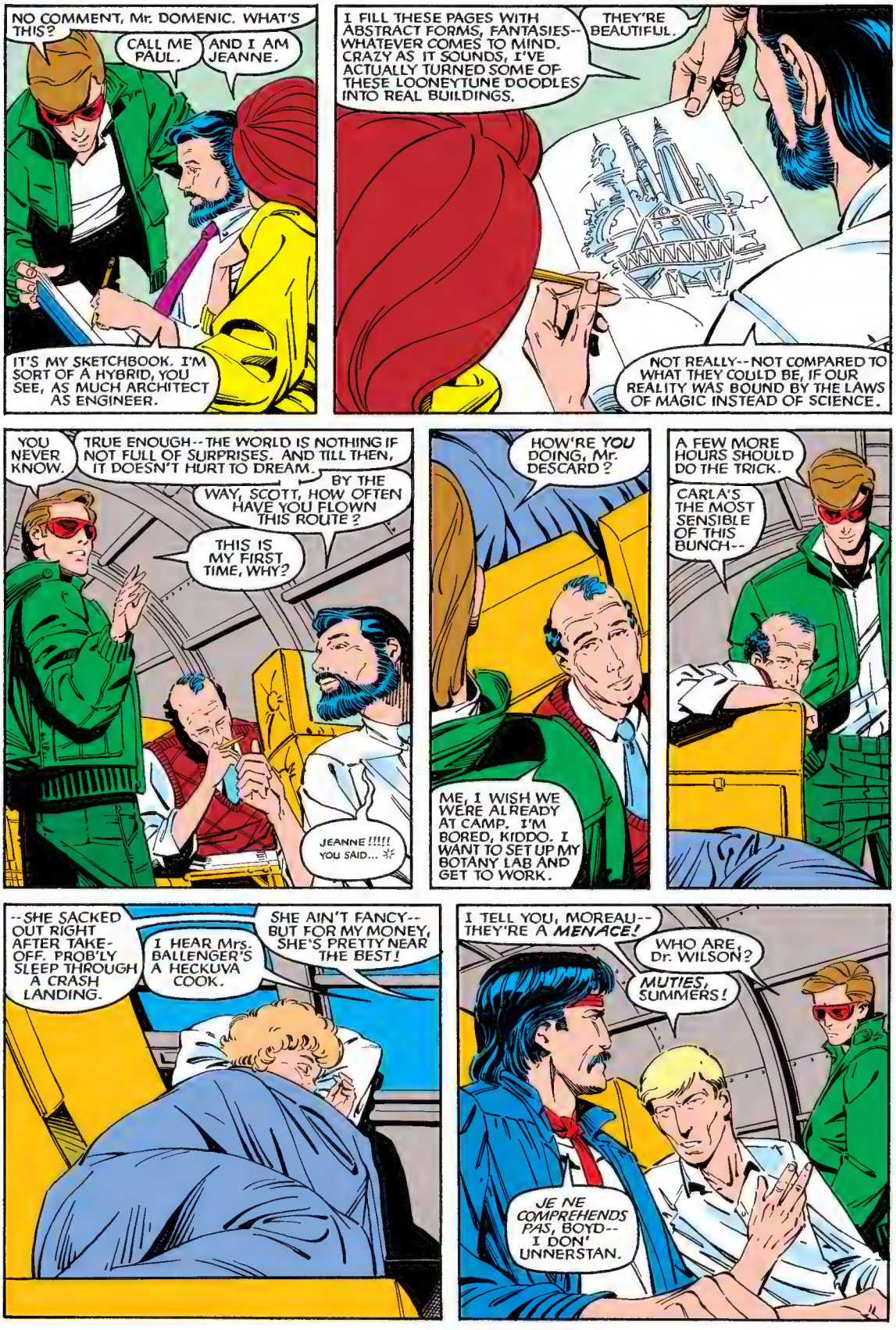
SMITH/WACEK '85

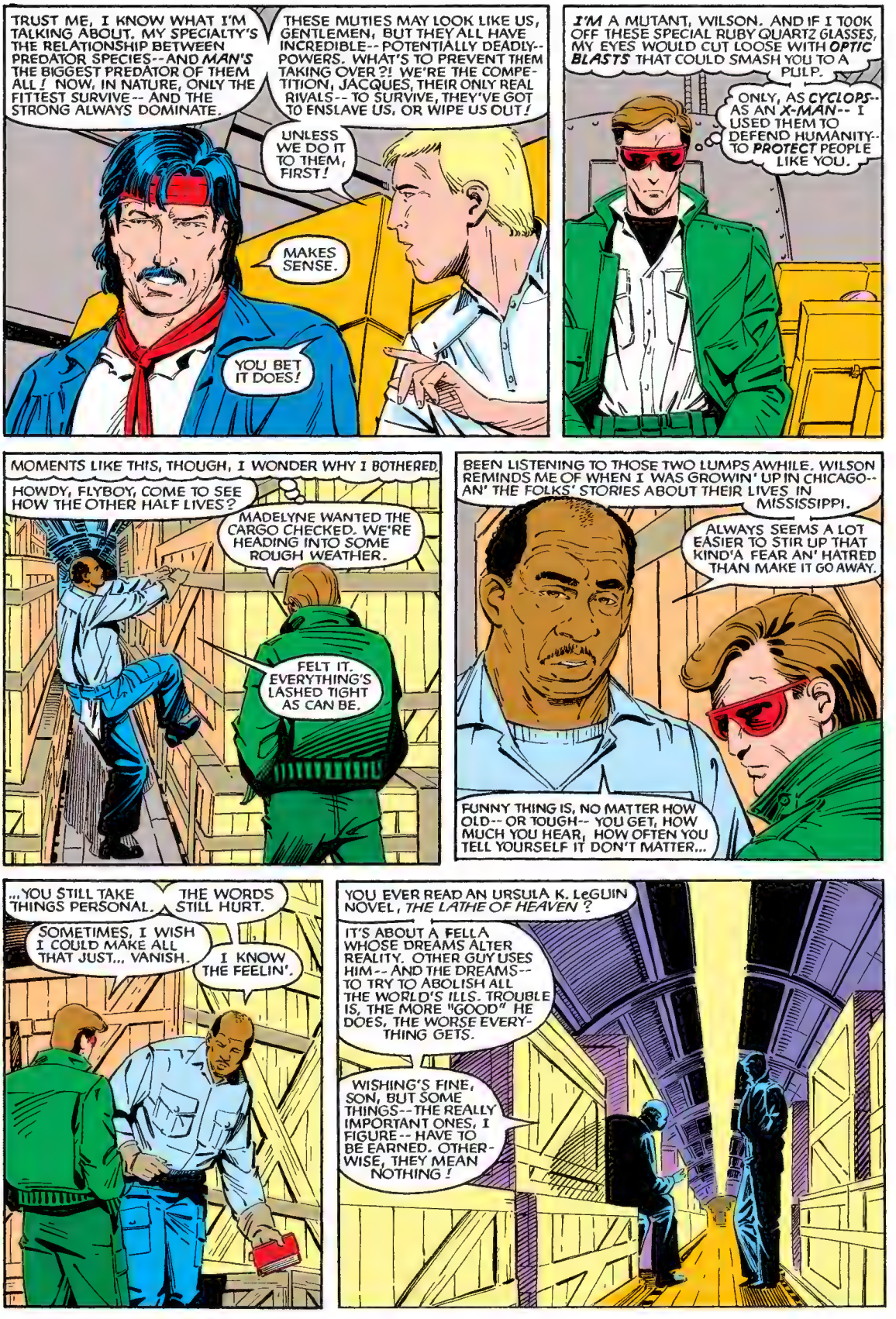

The Gift
ANCHORAGE CENTER, THIS IS NORTHSTAR THREE-FOUR-ZERO, COME IN PLEASE, OVER? I SAY AGAIN, ANCHORAGE-- NORTHSTAR 340--
-- DO YOU READ ME?!
by CHRIS CLAREMONT, WRITER
PAUL SMITH & BOB WIACEK, ARTISTS
TOM ORZECHOWSKI, letterer • GLYNIS OLIVER, colorist
ANN NOCENTI & DENNY O'NEIL, editors
JIM SHOOTER, editor in chief
BASED ON A PREMISE BY
JIM SHOOTER · ANN NOCENTI · DENNY O'NEIL
THIS STORY TAKES PLACE BEFORE THE EVENTS DEPICTED IN ALPHA FLIGHT #25


THE AIRCRAFT IS A LOCKHEED L100 HERCULES, WORKHORSE OF THE NORTHSTAR AIRWAYS FLEET-- ABLE TO CARRY VIRTUALLY ANY CARGO, ANYWHERE, IN ANY WEATHER.
TONIGHT, IT'S HUMPING A MIXED CANADIAN-AMERICAN ENVIRONMENTAL SURVEY TEAM ACROSS ALASKA TO THE REMOTE WILDERNESS ABOVE THE ARCTIC CIRCLE.
I HATE FLYING!
CALM YOURSELF, CHERIE!
IT'S ONLY A LITTLE TURBULENCE, PAUL, NOTHING TO WORRY ABOUT.
FAMOUS LAST WORDS.

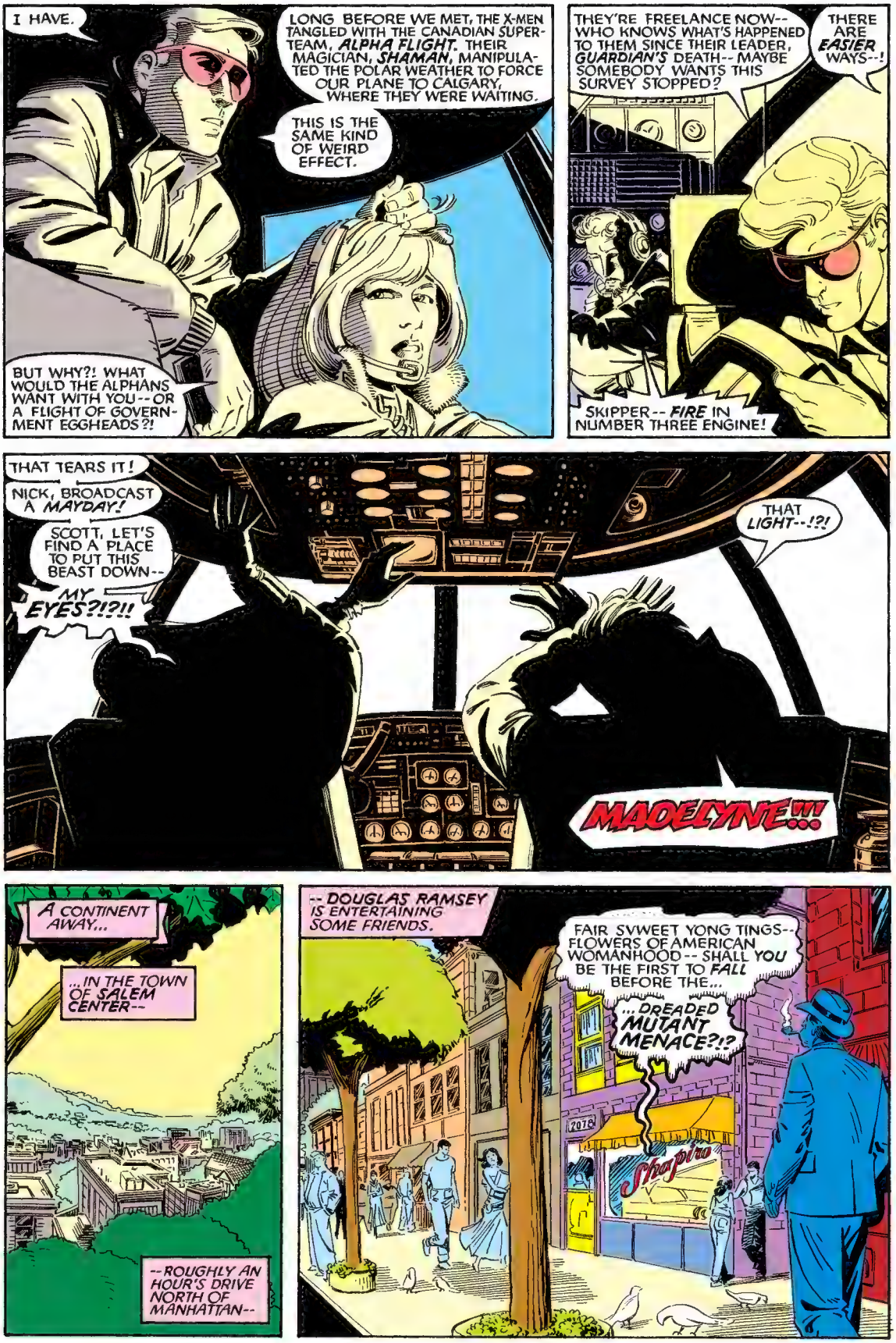

ASK OUR CO-PILOT, SCOTT SUMMERS, THEN, IF YOU ARE SO AFRAID! HE WILL TELL YOU-- RIGHTLY-- WE ARE SAFE AS HOUSES! HE AND CAPTAIN PRYOR HAVE PROBABLY BEEN FLYING THIS ROUTE FOR YEARS!
YOU'VE GOT TO BE KIDDING-- JEANNE, I HAVE STUDENTS OLDER THAN HIM!

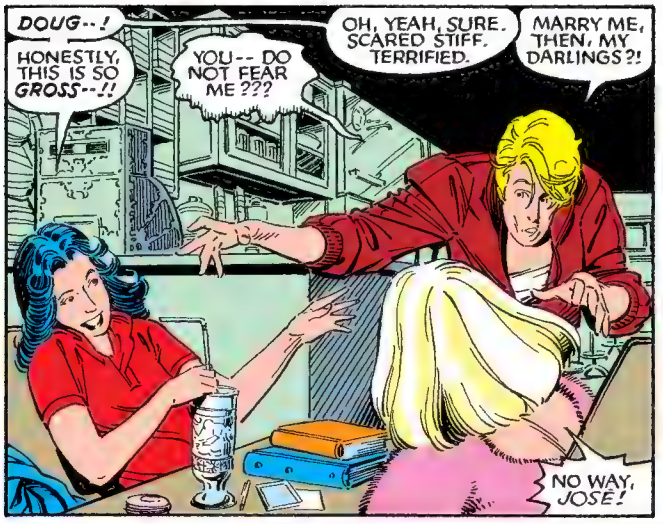

EVENING, Mr. DOMENIC, Dr. CHRETIEN-- HOW'RE YOU BOTH DOING?
FINE, FINE-- FINE-- I WAS JUST TELLING JEANNE HOW MUCH I WAS ENJOYING THE RIDE.
MOUNTAINS AND BUMPY AIR GO TO-GETHER, I'M AFRAID.
JUST SO IT ISN'T MOUNTAINS AND PLANES.
FOR YOU, SIR, WE'LL BE EXTRA CAREFUL.
SHAME ON YOU, PAUL, WHERE'S YOUR SENSE OF ADVENTURE?
PROBABLY THE SAME PLACE YOU LEFT YOUR SENSE OF SELF-PRESERVATION!
YOU KNOW THE OLD SAYING, SCOTT, ABOUT GEOLOGISTS HAVING ROCKS IN THEIR HEAD-- I REST MY CASE.

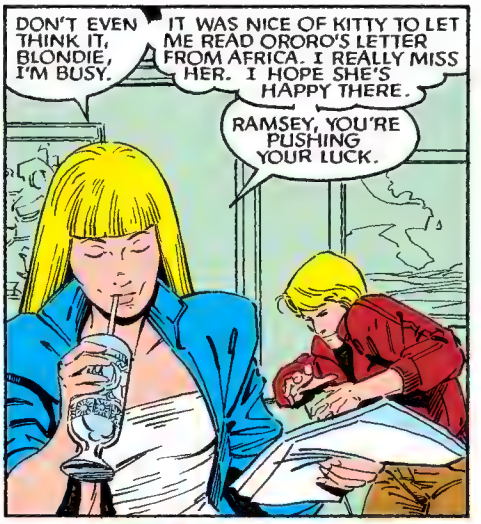

NO COMMENT, Mr. DOMENIC. WHAT'S THIS?
CALL ME PAUL.
AND I AM JEANNE.
IT'S MY SKETCHBOOK. I'M SORT OF A HYBRID, YOU SEE, AS MUCH ARCHITECT AS ENGINEER.
I FILL THESE PAGES WITH ABSTRACT FORMS, FANTASIES--WHATEVER COMES TO MIND. CRAZY AS IT SOUNDS, I'VE ACTUALLY TURNED SOME OF THESE LOONEYTUNE DOODLES INTO REAL BUILDINGS.
THEY'RE BEAUTIFUL.
NOT REALLY--NOT COMPARED TO WHAT THEY COULD BE, IF OUR REALITY WAS BOUND BY THE LAWS OF MAGIC INSTEAD OF SCIENCE.
YOU NEVER KNOW.
TRUE ENOUGH--THE WORLD IS NOTHING IF NOT FULL OF SURPRISES. AND TILL THEN, IT DOESN'T HURT TO DREAM.
BY THE WAY, SCOTT, HOW OFTEN HAVE YOU FLOWN THIS ROUTE?
THIS IS MY FIRST TIME, WHY?
JEANNE!!!!! YOU SAID...
HOW'RE YOU DOING, Mr. DESCARD?
ME, I WISH WE WERE ALREADY AT CAMP. I'M BORED, KIDDO. I WANT TO SET UP MY BOTANY LAB AND GET TO WORK.
A FEW MORE HOURS SHOULD DO THE TRICK.
CARLA'S THE MOST SENSIBLE OF THIS BUNCH--
--SHE SACKED OUT RIGHT AFTER TAKE-OFF. PROB'LY SLEEP THROUGH A CRASH LANDING.
I HEAR Mrs. BALLENGER'S A HECKUVA COOK.
SHE AIN'T FANCY--BUT FOR MY MONEY, SHE'S PRETTY NEAR THE BEST!
I TELL YOU, MOREAU--THEY'RE A *MENACE!*
WHO ARE, Dr. WILSON?
MUTIES, SUMMERS!
JE NE COMPREHENDS PAS, BOYD--I DON' UNNERSTAN.

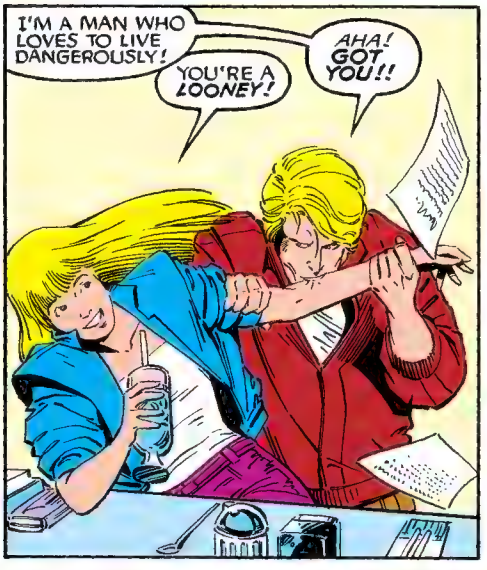

TRUST ME, I KNOW WHAT I'M TALKING ABOUT. MY SPECIALTY'S THE RELATIONSHIP BETWEEN PREDATOR SPECIES--AND MAN'S THE BIGGEST PREDATOR OF THEM ALL! NOW, IN NATURE, ONLY THE FITTEST SURVIVE-- AND THE STRONG ALWAYS DOMINATE.
THESE MUTIES MAY LOOK LIKE US, GENTLEMEN, BUT THEY ALL HAVE INCREDIBLE-- POTENTIALLY DEADLY-- POWERS. WHAT'S TO PREVENT THEM TAKING OVER?! WE'RE THE COMPETITION, JACQUES, THEIR ONLY REAL RIVALS-- TO SURVIVE, THEY'VE GOT TO ENSLAVE US, OR WIPE US OUT!
UNLESS WE DO IT TO THEM, FIRST!
MAKES SENSE.
YOU BET IT DOES!
I'M A MUTANT, WILSON. AND IF I TOOK OFF THESE SPECIAL RUBY QUARTZ GLASSES, MY EYES WOULD CUT LOOSE WITH OPTIC BLASTS THAT COULD SMASH YOU TO A PULP.
ONLY, AS CYCLOPS-- AS AN X-MAN-- I USED THEM TO DEFEND HUMANITY-- TO PROTECT PEOPLE LIKE YOU.
MOMENTS LIKE THIS, THOUGH, I WONDER WHY I BOTHERED.
HOWDY, FLYBOY, COME TO SEE HOW THE OTHER HALF LIVES?
MADELYNE WANTED THE CARGO CHECKED. WE'RE HEADING INTO SOME ROUGH WEATHER.
FELT IT. EVERYTHING'S LASHED TIGHT AS CAN BE.
BEEN LISTENING TO THOSE TWO LUMPS AWHILE. WILSON REMINDS ME OF WHEN I WAS GROWIN' UP IN CHICAGO-- AN' THE FOLKS' STORIES ABOUT THEIR LIVES IN MISSISSIPPI.
ALWAYS SEEMS A LOT EASIER TO STIR UP THAT KIND'A FEAR AN' HATRED THAN MAKE IT GO AWAY.
FUNNY THING IS, NO MATTER HOW OLD-- OR TOUGH-- YOU GET, HOW MUCH YOU HEAR, HOW OFTEN YOU TELL YOURSELF IT DON'T MATTER...
...YOU STILL TAKE THINGS PERSONAL.
THE WORDS STILL HURT.
SOMETIMES, I WISH I COULD MAKE ALL THAT JUST... VANISH.
I KNOW THE FEELIN'.
YOU EVER READ AN URSULA K. LeGUIN NOVEL, THE LATHE OF HEAVEN?
IT'S ABOUT A FELLA WHOSE DREAMS ALTER REALITY. OTHER GUY USES HIM-- AND THE DREAMS-- TO TRY TO ABOLISH ALL THE WORLD'S ILLS. TROUBLE IS, THE MORE "GOOD" HE DOES, THE WORSE EVERYTHING GETS.
WISHING'S FINE, SON, BUT SOME THINGS--THE REALLY IMPORTANT ONES, I FIGURE-- HAVE TO BE EARNED. OTHERWISE, THEY MEAN NOTHING!

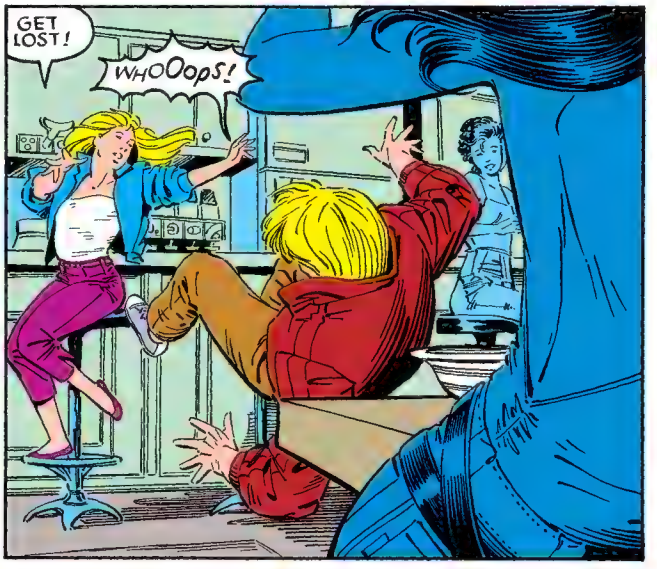
SORRY. YOU START ME BABBLIN' ABOUT MY BOOKS AN' I JUST WON'T QUIT!
LOADMASTER AIN'T GOT MUCH TO DO IN THE AIR, SO I STARTED PASSIN' THE TIME WITH THESE. TRASH BOOKS GOT REAL OLD, REAL FAST-- BUT WORK LIKE THIS, WRITERS LIKE JOYCE...
ULYSSES JAMES JOYCE
...I COULD READ FOREVER.
I'VE EVEN BEGUN SCRIBBLING SOME STUFF OF MY OWN.
THAT SOUNDS GREAT. I'D LIKE TO SEE IT SOMETIME, IF YOU DON'T MIND.
WHEN I GET DONE, YOU AN' THE SKIPPER'LL BE THE FIRST.
I'VE BEEN CREWIN' WITH MADELYNE SINCE SHE JOINED THE OUTFIT AN' I AIN'T NEVER SEEN HER THIS HAPPY. YOU'RE GOOD FOR HER, SCOTTY-- JUST WHAT SHE NEEDED.
SHE'S BEEN THE SAME FOR ME...
SAM, IF SCOTT'S WITH YOU, SEND HIM FORWARD-- PRONTO!
NO CONTACT WITH ANY STATION, BOSS. NAVCOM'S OUT, COMPASS, LORAN-- THE WORKS. WE'RE BLIND, DEAF, DUMB-- AN' PROBABLY LOST!
TROUBLE?
YOU MIGHT SAY THAT.
I'VE NEVER SEEN ATMOSPHERICS LIKE THIS--!


I HAVE.
LONG BEFORE WE MET, THE X-MEN TANGLED WITH THE CANADIAN SUPER-TEAM, ALPHA FLIGHT. THEIR MAGICIAN, SHAMAN, MANIPULATED THE POLAR WEATHER TO FORCE OUR PLANE TO CALGARY, WHERE THEY WERE WAITING.
THIS IS THE SAME KIND OF WEIRD EFFECT.
BUT WHY?! WHAT WOULD THE ALPHANS WANT WITH YOU--OR A FLIGHT OF GOVERNMENT EGGHEADS?!
THEY'RE FREELANCE NOW--WHO KNOWS WHAT'S HAPPENED TO THEM SINCE THEIR LEADER, GUARDIAN'S DEATH--MAYBE SOMEBODY WANTS THIS SURVEY STOPPED?
THERE ARE EASIER WAYS--!
SKIPPER--FIRE IN NUMBER THREE ENGINE!
THAT TEARS IT!
NICK, BROADCAST A MAYDAY!
SCOTT, LET'S FIND A PLACE TO PUT THIS BEAST DOWN--
MY EYES?!?!!
THAT LIGHT--!?!
MADELYNE!!!
A CONTINENT AWAY...
...IN THE TOWN OF SALEM CENTER--
--ROUGHLY AN HOUR'S DRIVE NORTH OF MANHATTAN--
--DOUGLAS RAMSEY IS ENTERTAINING SOME FRIENDS.
FAIR SWEET YONG TINGS--FLOWERS OF AMERICAN WOMANHOOD--SHALL YOU BE THE FIRST TO FALL BEFORE THE...
...DREADED MUTANT MENACE?!?
2078
Shapiro

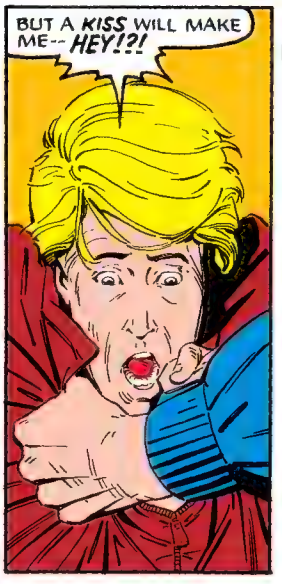

DOUG--!
HONESTLY, THIS IS SO GROSS--!!
YOU-- DO NOT FEAR ME???
OH, YEAH, SURE. SCARED STIFF. TERRIFIED.
MARRY ME, THEN, MY DARLINGS?!
NO WAY, JOSE!


DON'T EVEN THINK IT, BLONDIE, I'M BUSY.
IT WAS NICE OF KITTY TO LET ME READ ORORO'S LETTER FROM AFRICA. I REALLY MISS HER. I HOPE SHE'S HAPPY THERE.
RAMSEY, YOU'RE PUSHING YOUR LUCK.

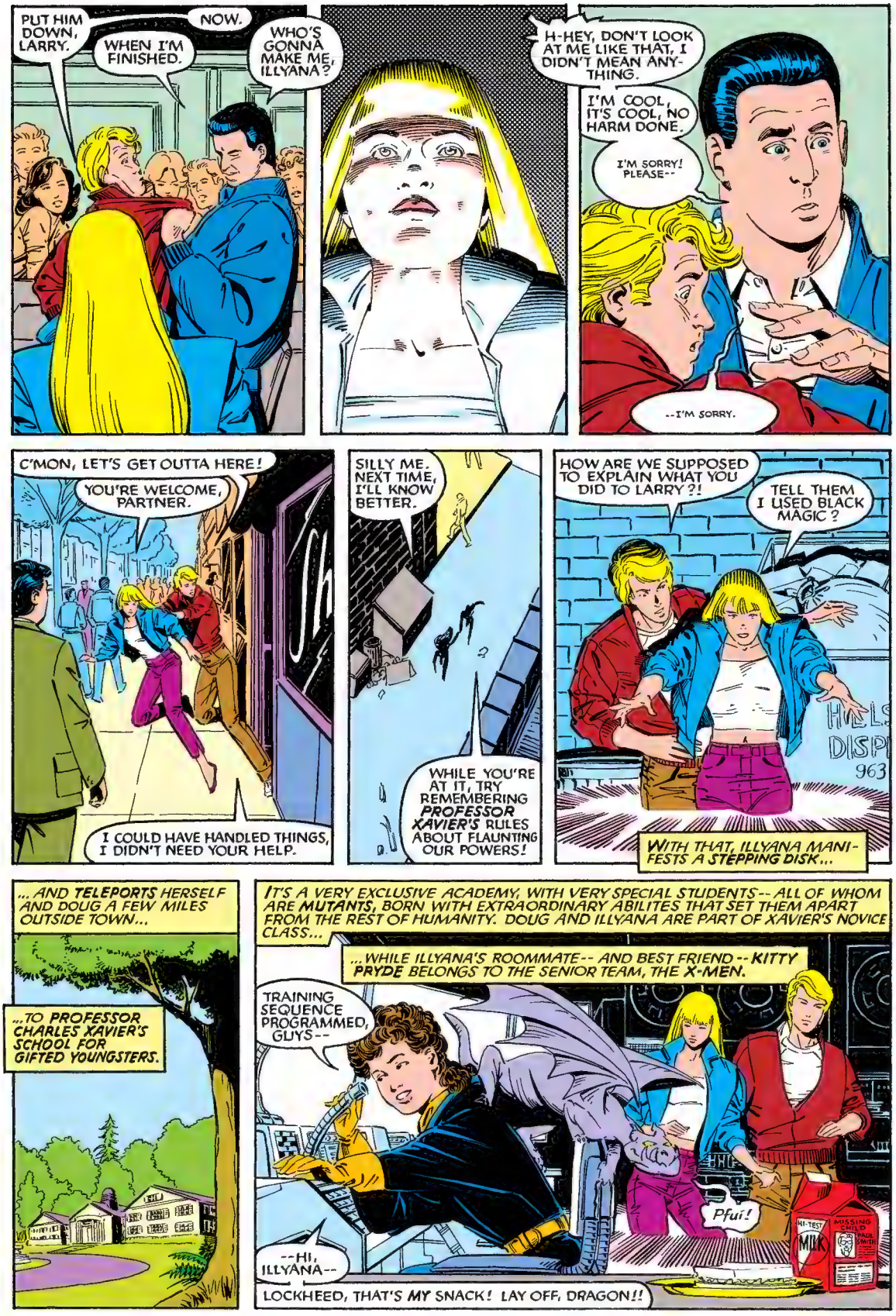

I'M A MAN WHO LOVES TO LIVE DANGEROUSLY!
YOU'RE A LOONEY!
AHA! GOT YOU!!

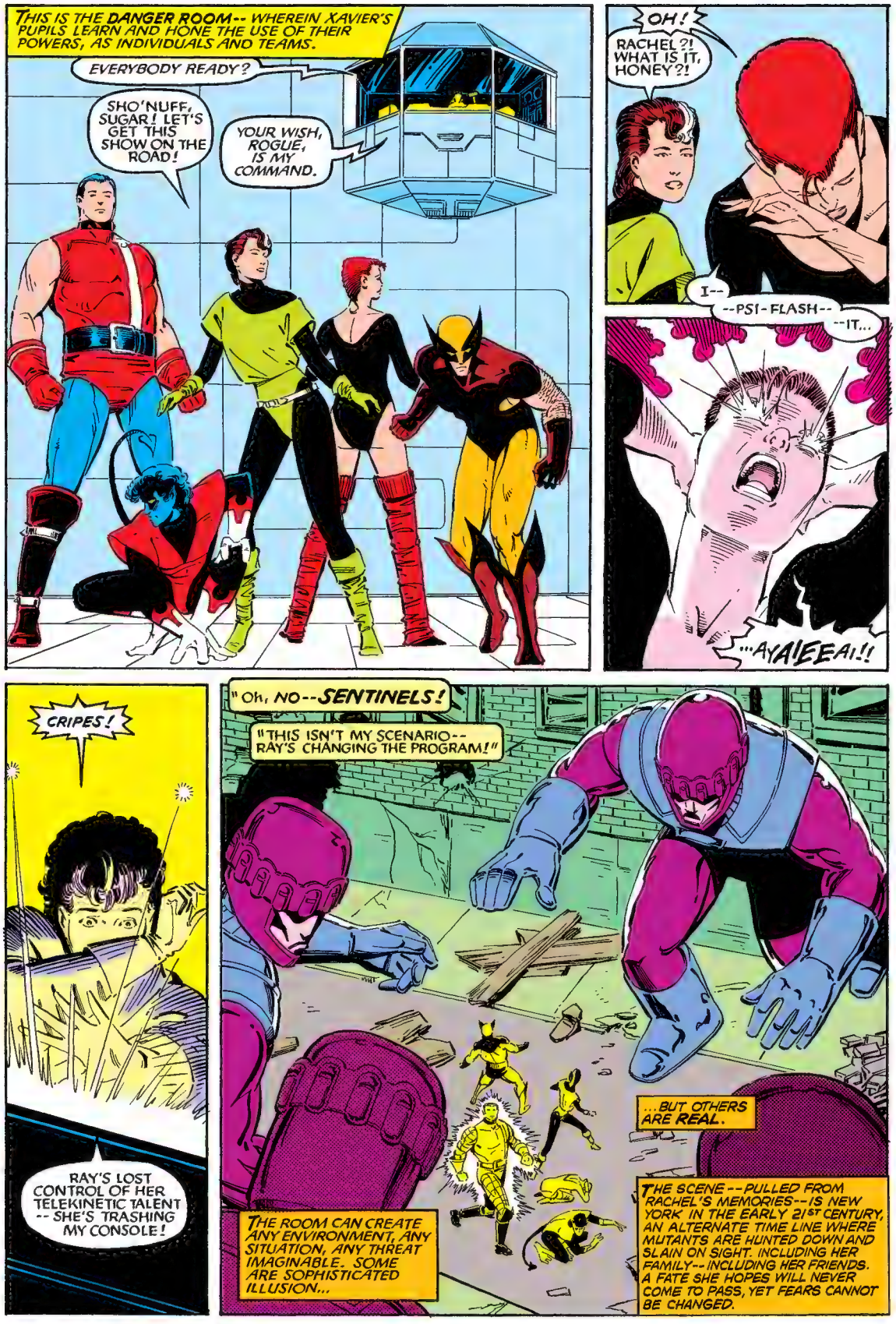

GET LOST!
WHOOops!

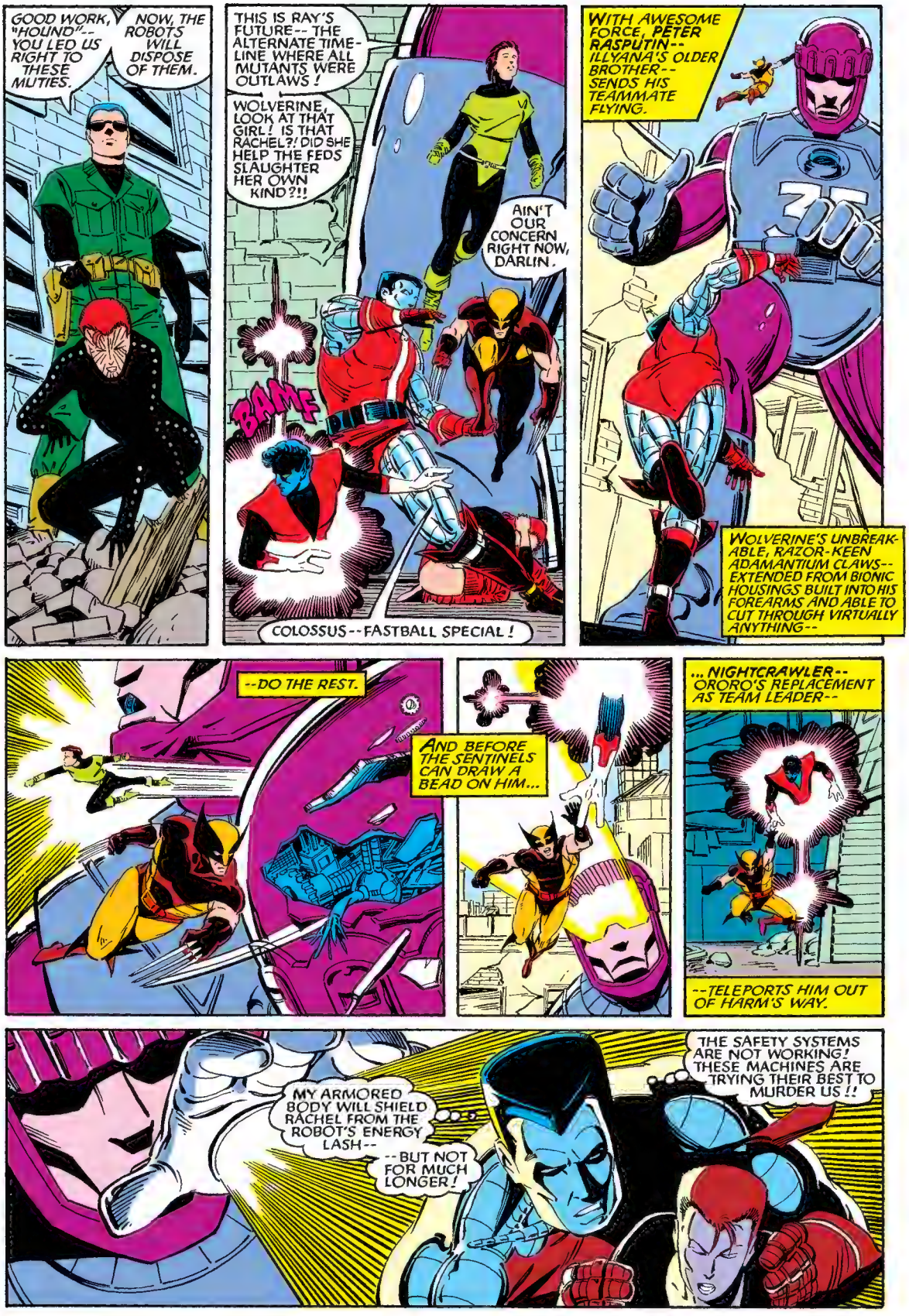
SOME MENACE!
ALAS, HOW THE MIGHTY HAVE FALLEN!
DOES IT HURT??
AGONY-- oh, AGONY!

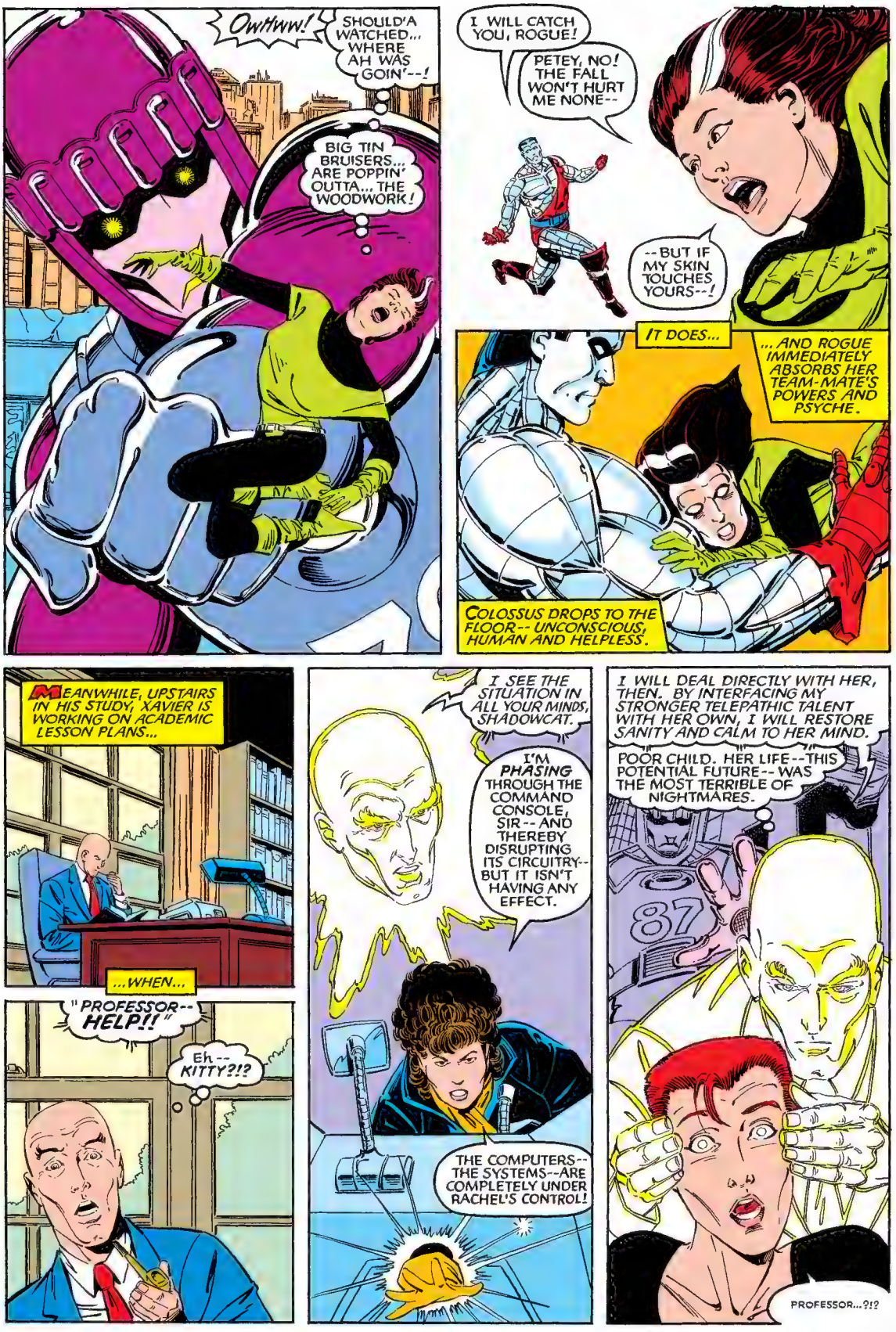

BUT A KISS WILL MAKE ME-- HEY!?!

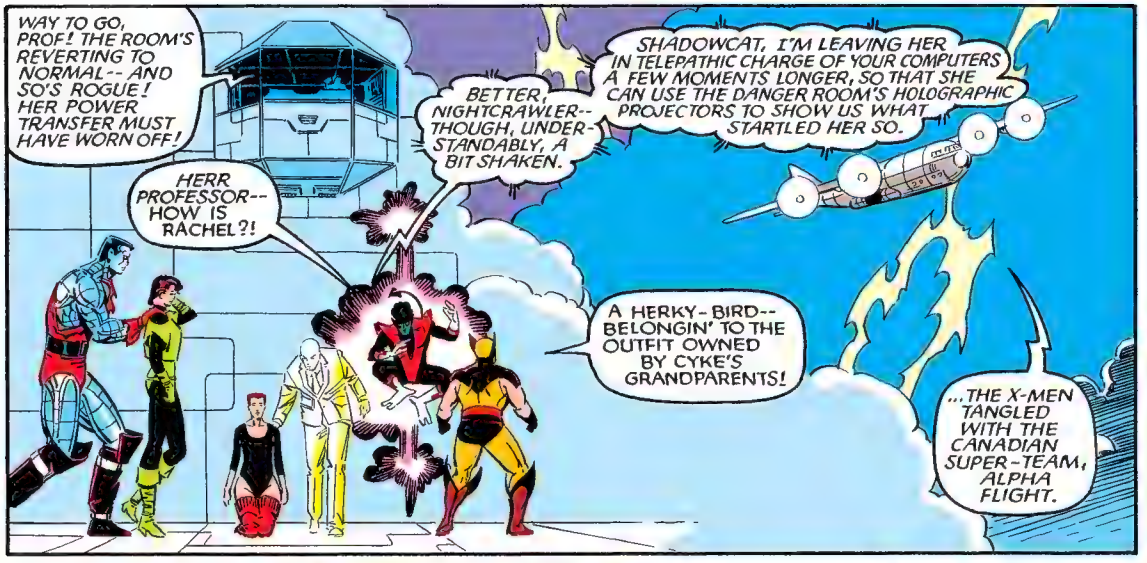
YOU'RE LUCKY YOU AREN'T SOME SCUMMY MUTIE, DOUG-BOY, OR IT'D BE MY DUTY AS A REAL HUMAN BEING...
...TO RIP YOU TO PIECES.

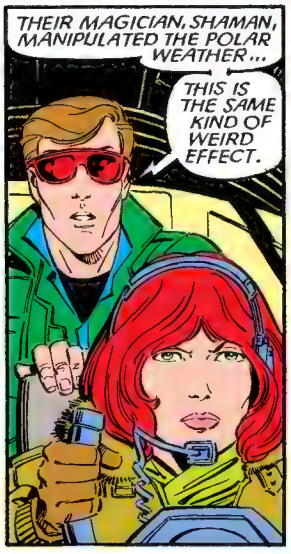

PUT HIM DOWN, LARRY.
NOW.
WHEN I'M FINISHED.
WHO'S GONNA MAKE ME, ILLYANA?
H-HEY, DON'T LOOK AT ME LIKE THAT, I DIDN'T MEAN ANY-THING.
I'M COOL, IT'S COOL, NO HARM DONE.
I'M SORRY! PLEASE--
--I'M SORRY.
C'MON, LET'S GET OUTTA HERE!
YOU'RE WELCOME, PARTNER.
I COULD HAVE HANDLED THINGS, I DIDN'T NEED YOUR HELP.
SILLY ME. NEXT TIME, I'LL KNOW BETTER.
WHILE YOU'RE AT IT, TRY REMEMBERING PROFESSOR XAVIER'S RULES ABOUT FLAUNTING OUR POWERS!
HOW ARE WE SUPPOSED TO EXPLAIN WHAT YOU DID TO LARRY?!
TELL THEM I USED BLACK MAGIC?
WITH THAT, ILLYANA MANI-FESTS A STEPPING DISK...
...AND TELEPORTS HERSELF AND DOUG A FEW MILES OUTSIDE TOWN...
...TO PROFESSOR CHARLES XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS.
IT'S A VERY EXCLUSIVE ACADEMY, WITH VERY SPECIAL STUDENTS-- ALL OF WHOM ARE MUTANTS, BORN WITH EXTRAORDINARY ABILITES THAT SET THEM APART FROM THE REST OF HUMANITY. DOUG AND ILLYANA ARE PART OF XAVIER'S NOVICE CLASS...
...WHILE ILLYANA'S ROOMMATE-- AND BEST FRIEND -- KITTY PRYDE BELONGS TO THE SENIOR TEAM, THE X-MEN.
TRAINING SEQUENCE PROGRAMMED, GUYS--
Pfui!
HI-TEST MILK
MISSING CHILD
--HI, ILLYANA--
LOCKHEED, THAT'S MY SNACK! LAY OFF, DRAGON!!

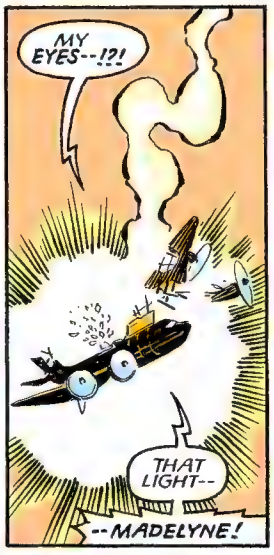

THIS IS THE DANGER ROOM-- WHEREIN XAVIER'S PUPILS LEARN AND HONE THE USE OF THEIR POWERS, AS INDIVIDUALS AND TEAMS.
EVERYBODY READY?
SHO'NUFF, SUGAR! LET'S GET THIS SHOW ON THE ROAD!
YOUR WISH, ROGUE, IS MY COMMAND.
OH!
RACHEL?! WHAT IS IT, HONEY?!
I--
--PSI-FLASH--
--IT...
...AYAIEEAI!!
CRIPES!
RAY'S LOST CONTROL OF HER TELEKINETIC TALENT -- SHE'S TRASHING MY CONSOLE!
"Oh, NO--SENTINELS!
"THIS ISN'T MY SCENARIO-- RAY'S CHANGING THE PROGRAM!"
THE ROOM CAN CREATE ANY ENVIRONMENT, ANY SITUATION, ANY THREAT IMAGINABLE. SOME ARE SOPHISTICATED ILLUSION...
...BUT OTHERS ARE REAL.
THE SCENE--PULLED FROM RACHEL'S MEMORIES--IS NEW YORK IN THE EARLY 21ST CENTURY, AN ALTERNATE TIME LINE WHERE MUTANTS ARE HUNTED DOWN AND SLAIN ON SIGHT. INCLUDING HER FAMILY--INCLUDING HER FRIENDS. A FATE SHE HOPES WILL NEVER COME TO PASS, YET FEARS CANNOT BE CHANGED.

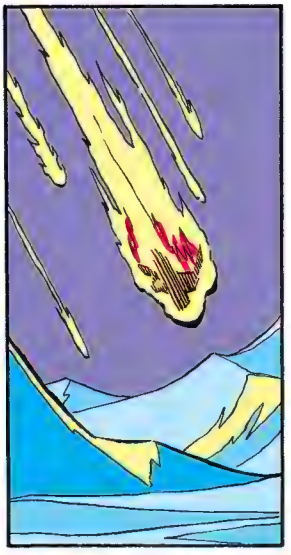

GOOD WORK, "HOUND"-- YOU LED US RIGHT TO THESE MUTIES.
NOW, THE ROBOTS WILL DISPOSE OF THEM.
THIS IS RAY'S FUTURE-- THE ALTERNATE TIME-LINE WHERE ALL MUTANTS WERE OUTLAWS!
WOLVERINE, LOOK AT THAT GIRL! IS THAT RACHEL?! DID SHE HELP THE FEDS SLAUGHTER HER OWN KIND?!!
AIN'T OUR CONCERN RIGHT NOW, DARLIN.
BAMF
COLOSSUS--FASTBALL SPECIAL!
WITH AWESOME FORCE, PETER RASPUTIN-- ILLYANA'S OLDER BROTHER-- SENDS HIS TEAMMATE FLYING.
WOLVERINE'S UNBREAK-ABLE, RAZOR-KEEN ADAMANTIUM CLAWS-- EXTENDED FROM BIONIC HOUSINGS BUILT INTO HIS FOREARMS AND ABLE TO CUT THROUGH VIRTUALLY ANYTHING--
--DO THE REST.
AND BEFORE THE SENTINELS CAN DRAW A BEAD ON HIM...
... NIGHTCRAWLER-- ORORO'S REPLACEMENT AS TEAM LEADER--
--TELEPORTS HIM OUT OF HARM'S WAY.
MY ARMORED BODY WILL SHIELD RACHEL FROM THE ROBOT'S ENERGY LASH--
--BUT NOT FOR MUCH LONGER!
THE SAFETY SYSTEMS ARE NOT WORKING! THESE MACHINES ARE TRYING THEIR BEST TO MURDER US!!

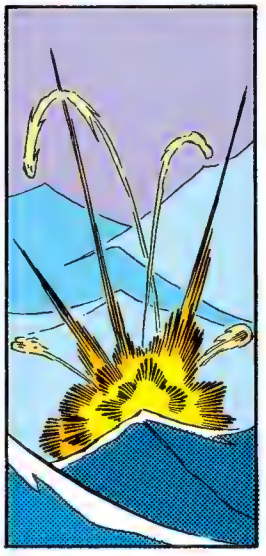

OwHwww!
SHOULD'A WATCHED... WHERE AH WAS GOIN'--!
BIG TIN BRUISERS... ARE POPPIN' OUTTA... THE WOODWORK!
I WILL CATCH YOU, ROGUE!
PETEY, NO! THE FALL WON'T HURT ME NONE--
--BUT IF MY SKIN TOUCHES YOURS--!
IT DOES...
...AND ROGUE IMMEDIATELY ABSORBS HER TEAM-MATE'S POWERS AND PSYCHE.
COLOSSUS DROPS TO THE FLOOR-- UNCONSCIOUS, HUMAN AND HELPLESS.
MEANWHILE, UPSTAIRS IN HIS STUDY, XAVIER IS WORKING ON ACADEMIC LESSON PLANS...
...WHEN...
"PROFESSOR-- HELP!!"
Eh-- KITTY?!?
I SEE THE SITUATION IN ALL YOUR MINDS, SHADOWCAT.
I'M PHASING THROUGH THE COMMAND CONSOLE, SIR-- AND THEREBY DISRUPTING ITS CIRCUITRY-- BUT IT ISN'T HAVING ANY EFFECT.
THE COMPUTERS-- THE SYSTEMS--ARE COMPLETELY UNDER RACHEL'S CONTROL!
I WILL DEAL DIRECTLY WITH HER, THEN. BY INTERFACING MY STRONGER TELEPATHIC TALENT WITH HER OWN, I WILL RESTORE SANITY AND CALM TO HER MIND.
POOR CHILD. HER LIFE--THIS POTENTIAL FUTURE-- WAS THE MOST TERRIBLE OF NIGHTMARES.
87
PROFESSOR...?!?

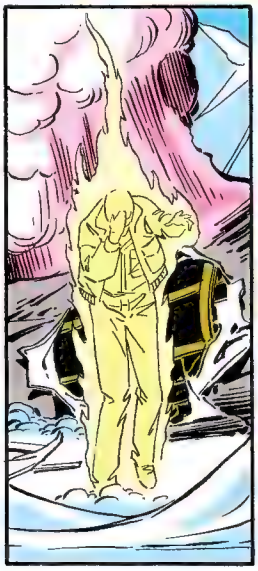

WAY TO GO, PROF! THE ROOM'S REVERTING TO NORMAL-- AND SO'S ROGUE! HER POWER TRANSFER MUST HAVE WORN OFF!
HERR PROFESSOR-- HOW IS RACHEL?!
BETTER, NIGHTCRAWLER-- THOUGH, UNDERSTANDABLY, A BIT SHAKEN.
SHADOWCAT, I'M LEAVING HER IN TELEPATHIC CHARGE OF YOUR COMPUTERS A FEW MOMENTS LONGER, SO THAT SHE CAN USE THE DANGER ROOM'S HOLOGRAPHIC PROJECTORS TO SHOW US WHAT STARTLED HER SO.
A HERKY-BIRD-- BELONGIN' TO THE OUTFIT OWNED BY CYKE'S GRANDPARENTS!
...THE X-MEN TANGLED WITH THE CANADIAN SUPER-TEAM, ALPHA FLIGHT.

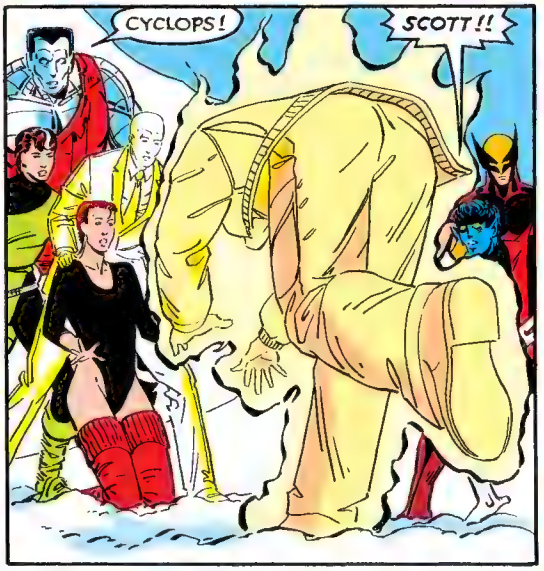

THEIR MAGICIAN, SHAMAN, MANIPULATED THE POLAR WEATHER...
THIS IS THE SAME KIND OF WEIRD EFFECT.

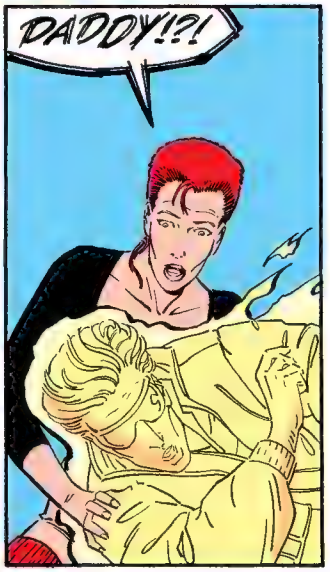

MY EYES--!?!
THAT LIGHT--
--MADELYNE!

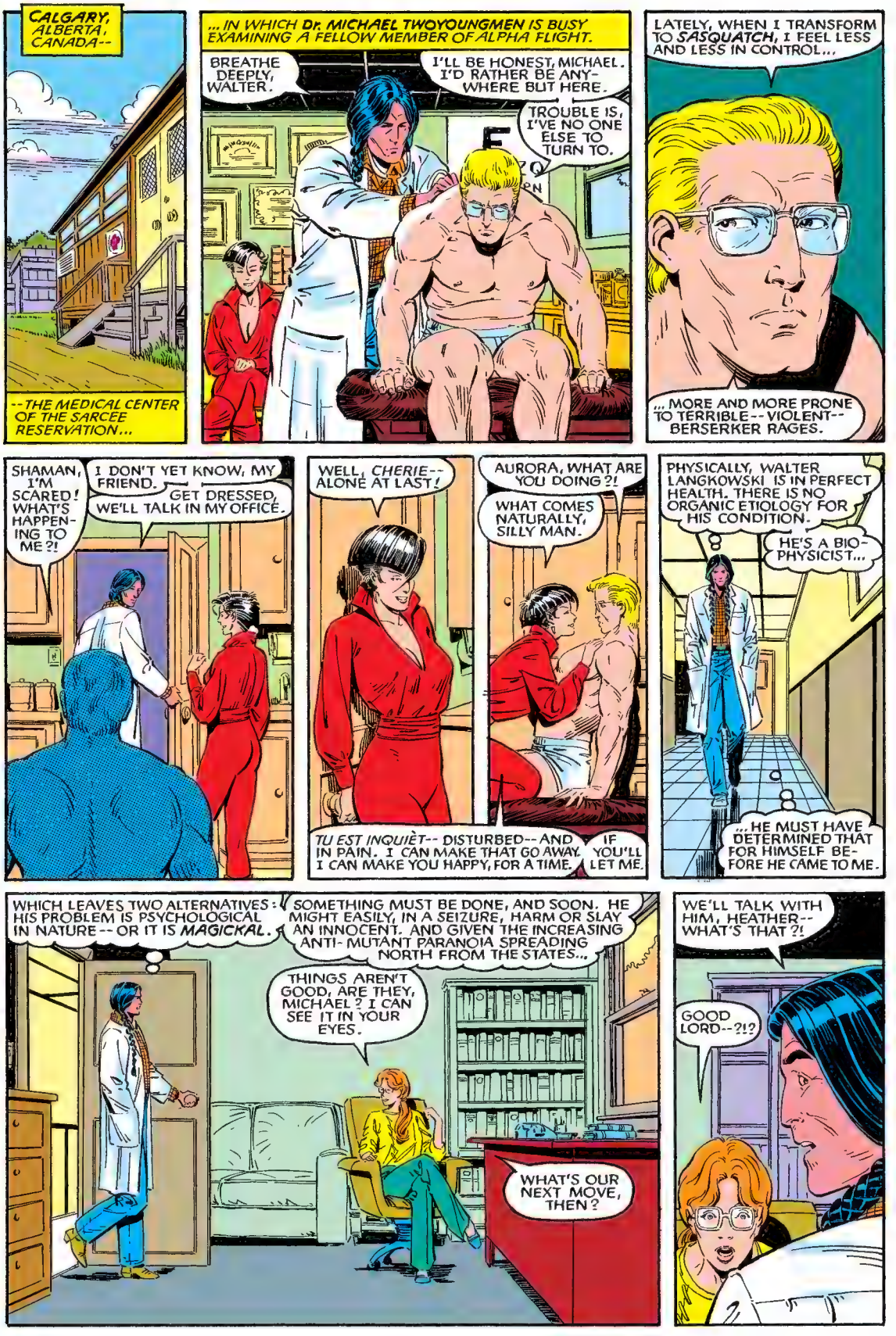


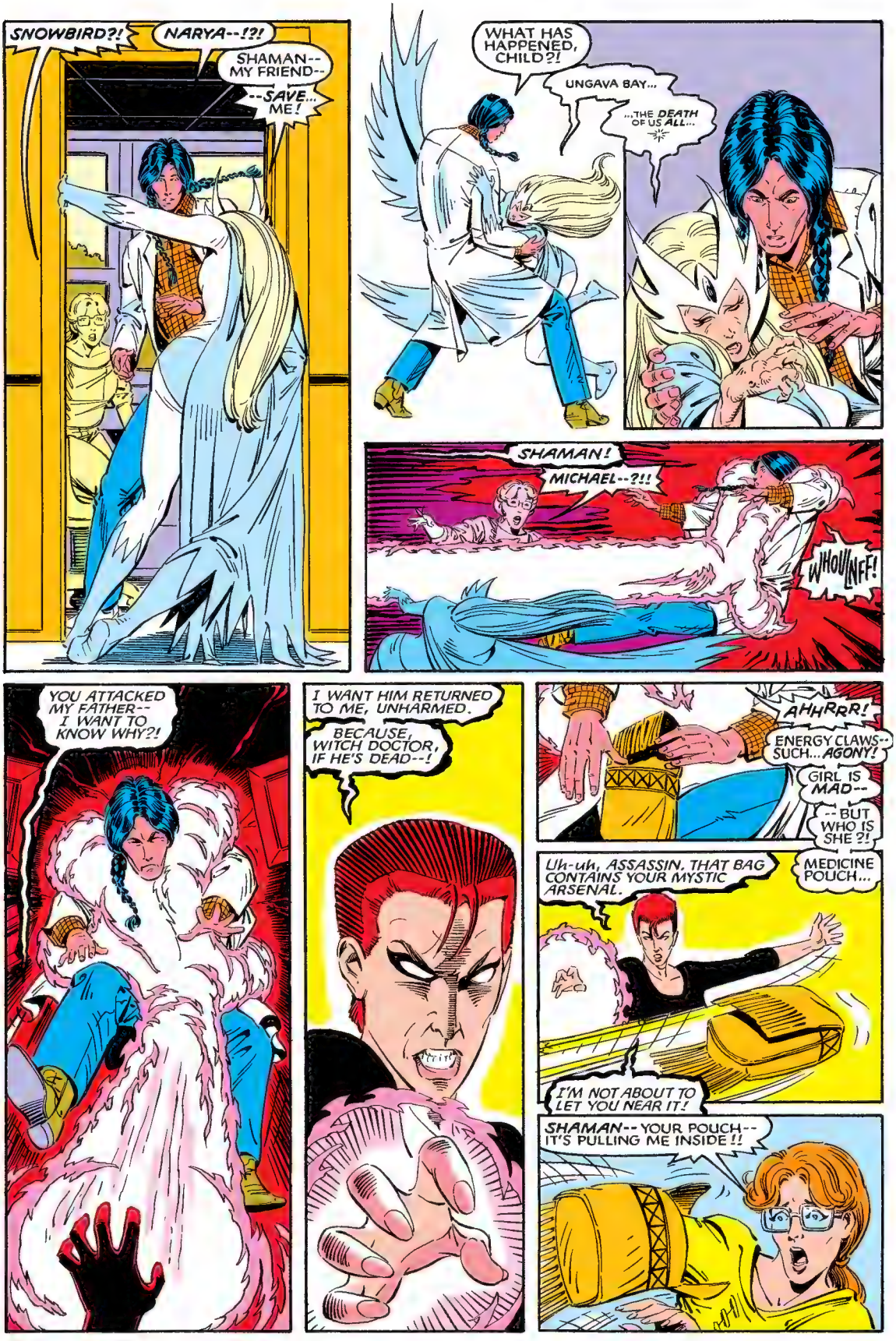




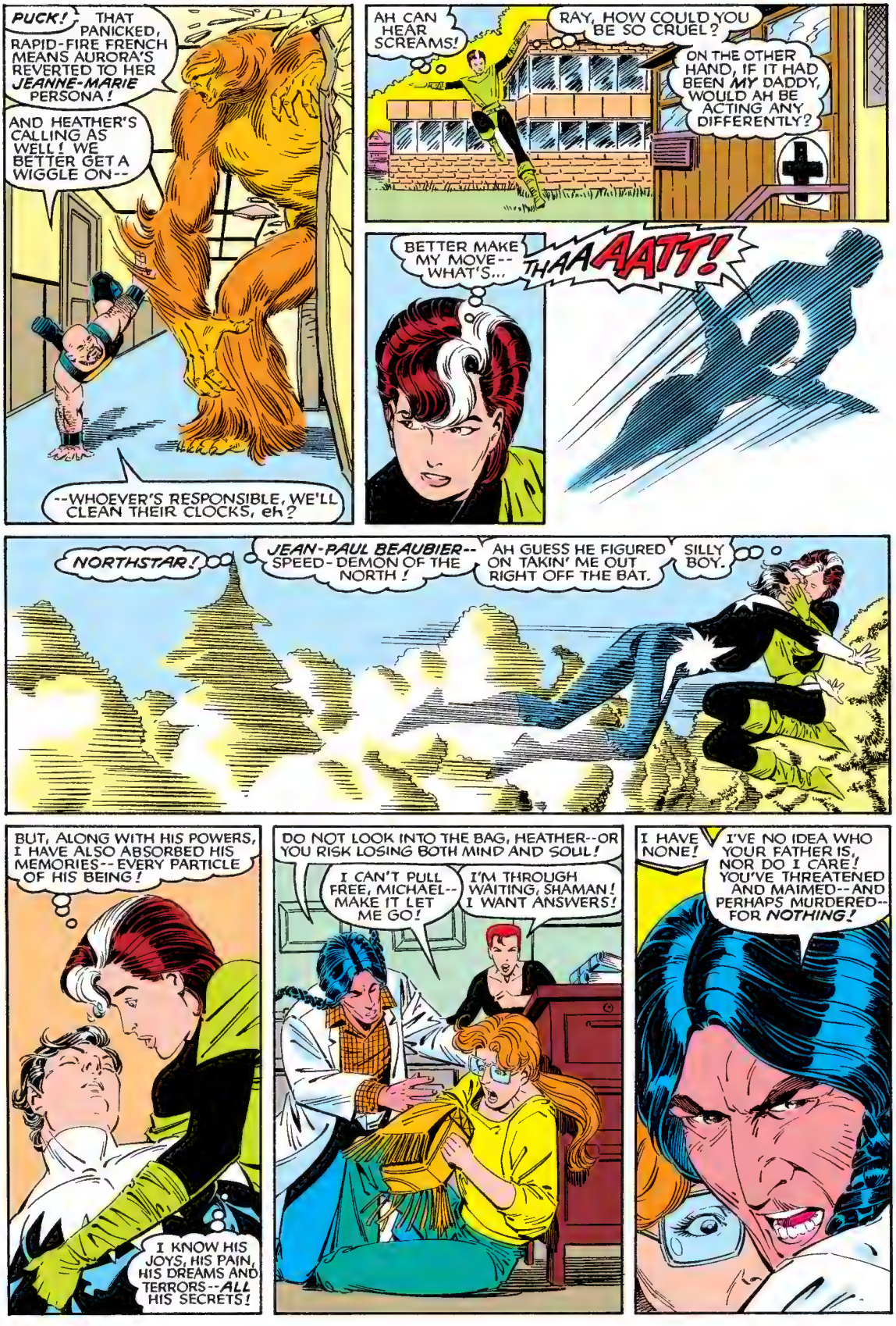

CYCLOPS!
SCOTT!!

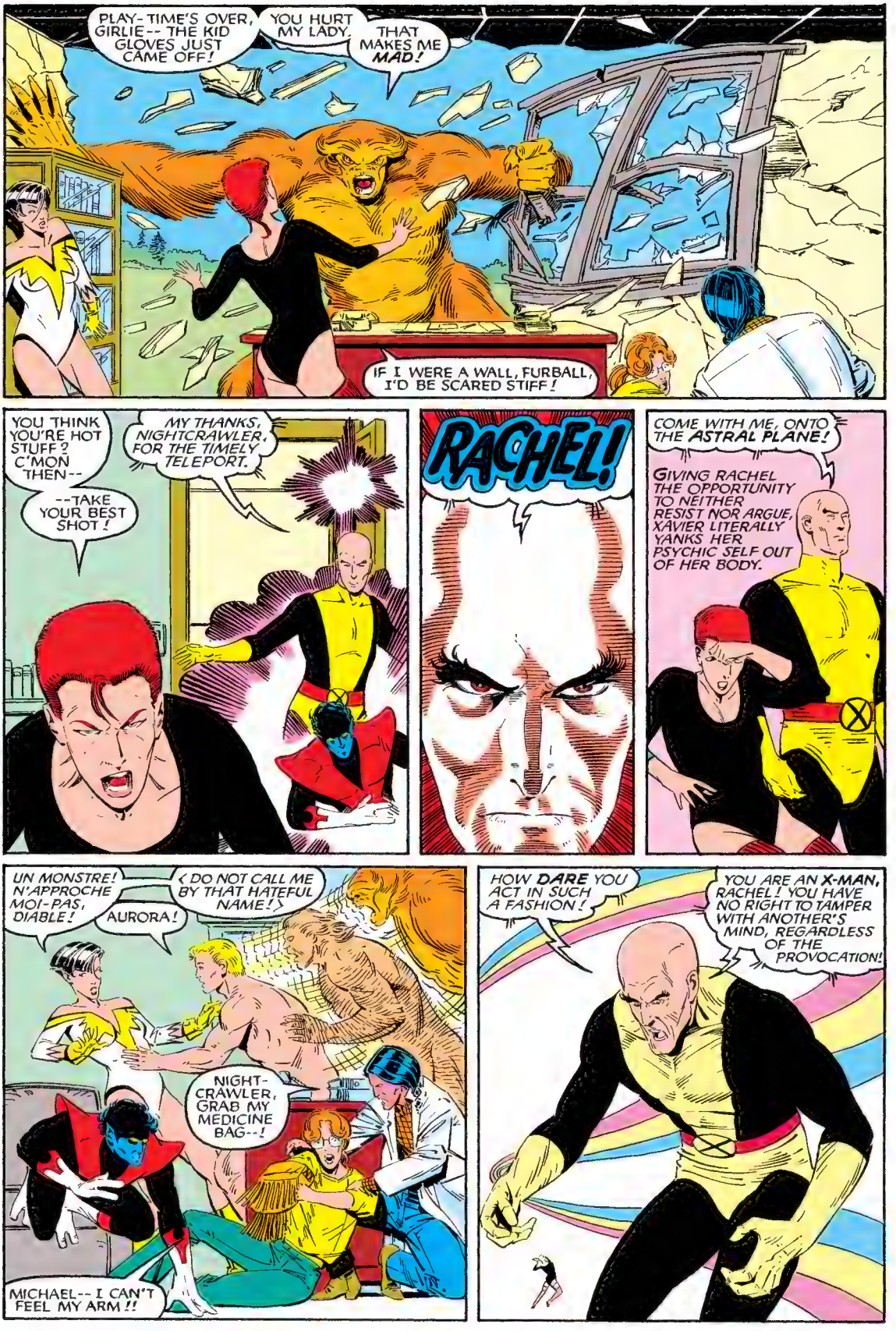

DADDY!?!

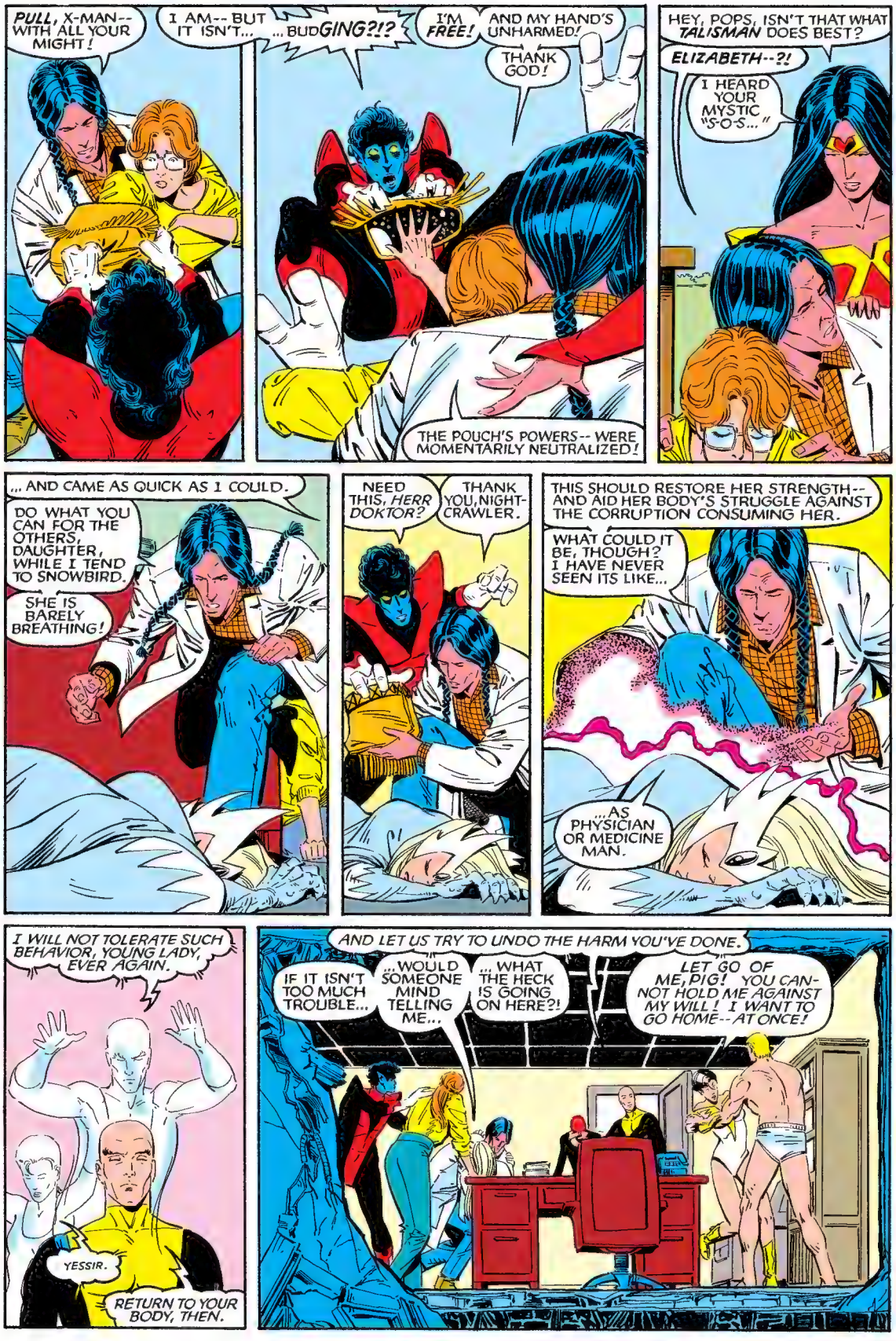

CALGARY, ALBERTA, CANADA--
--THE MEDICAL CENTER OF THE SARCEE RESERVATION...
...IN WHICH Dr. MICHAEL TWOYOUNGMEN IS BUSY EXAMINING A FELLOW MEMBER OF ALPHA FLIGHT.
BREATHE DEEPLY, WALTER.
I'LL BE HONEST, MICHAEL. I'D RATHER BE ANY-WHERE BUT HERE.
TROUBLE IS, I'VE NO ONE ELSE TO TURN TO.
LATELY, WHEN I TRANSFORM TO SASQUATCH, I FEEL LESS AND LESS IN CONTROL...
...MORE AND MORE PRONE TO TERRIBLE-- VIOLENT-- BERSERKER RAGES.
SHAMAN, I'M SCARED! WHAT'S HAPPEN-ING TO ME?!
I DON'T YET KNOW, MY FRIEND.
GET DRESSED, WE'LL TALK IN MY OFFICE.
WELL, CHERIE-- ALONE AT LAST!
AURORA, WHAT ARE YOU DOING?!
WHAT COMES NATURALLY, SILLY MAN.
TU EST INQUIÈT-- DISTURBED-- AND IN PAIN. I CAN MAKE THAT GO AWAY. I CAN MAKE YOU HAPPY, FOR A TIME.
IF YOU'LL LET ME.
PHYSICALLY, WALTER LANGKOWSKI IS IN PERFECT HEALTH. THERE IS NO ORGANIC ETIOLOGY FOR HIS CONDITION.
HE'S A BIO-PHYSICIST...
...HE MUST HAVE DETERMINED THAT FOR HIMSELF BE-FORE HE CAME TO ME.
WHICH LEAVES TWO ALTERNATIVES: HIS PROBLEM IS PSYCHOLOGICAL IN NATURE-- OR IT IS MAGICKAL.
SOMETHING MUST BE DONE, AND SOON. HE MIGHT EASILY, IN A SEIZURE, HARM OR SLAY AN INNOCENT. AND GIVEN THE INCREASING ANTI- MUTANT PARANOIA SPREADING NORTH FROM THE STATES...
THINGS AREN'T GOOD, ARE THEY, MICHAEL? I CAN SEE IT IN YOUR EYES.
WHAT'S OUR NEXT MOVE, THEN?
WE'LL TALK WITH HIM, HEATHER-- WHAT'S THAT?!
GOOD LORD--?!?

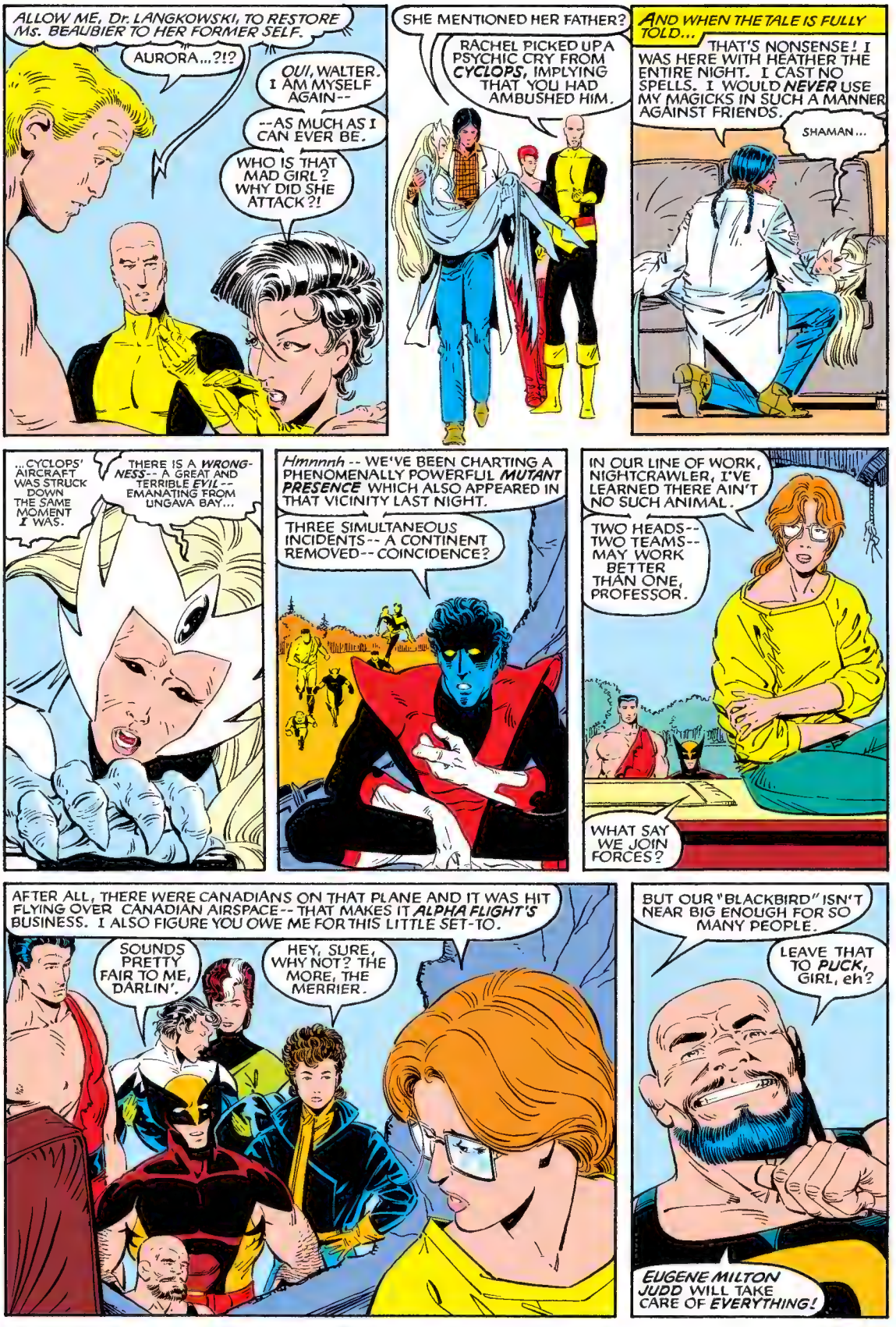

SNOWBIRD?!
NARYA--!?!
SHAMAN--MY FRIEND--
--SAVE... ME!
WHAT HAS HAPPENED, CHILD?!
UNGAVA BAY...
...THE DEATH OF US ALL...
SHAMAN!
MICHAEL--?!!
WHOULNFF!
YOU ATTACKED MY FATHER-- I WANT TO KNOW WHY?!
I WANT HIM RETURNED TO ME, UNHARMED.
BECAUSE, WITCH DOCTOR, IF HE'S DEAD--!
AHHRRR!
ENERGY CLAWS-- SUCH... AGONY!
GIRL IS MAD--
--BUT WHO IS SHE?!
Uh-uh, ASSASSIN, THAT BAG CONTAINS YOUR MYSTIC ARSENAL.
MEDICINE POUCH...
I'M NOT ABOUT TO LET YOU NEAR IT!
SHAMAN-- YOUR POUCH-- IT'S PULLING ME INSIDE!!

THAT CRY--?!
SHAMAN-- AND HEATHER--SOUNDS LIKE TROUBLE!
Ohhh, BROTHER-- I HATE LOW CEILINGS!
CAREFUL, CHERIE. WE DO NOT WANT TO WRECK MICHAEL'S HOSPITAL.
I WILL RECONNOITER. STAY HERE TILL I RETURN--
--AND TRY NOT TO MAKE TOO GREAT A MESS.
ROGUE--
--GO AFTER RACHEL--
--KEEP HER FROM DOING ANY HARM!
TOO LATE, ROGUE.
AND AS FOR YOU, MISS, YOU CAN'T SNEAK UP ON A TELEPATH-- OR BEAT SOMEONE WHO REACTS WITH THE SPEED OF THOUGHT.
UNE JEUNE FILLE--?!?
INTERESTING.
I SENSE DICHOTOMOUS, OPPOSING PERSONALITIES WITHIN HER. LET'S SEE WHAT HAPPENS WHEN I SWITCH DOMINANCE FROM THE AGGRESSIVE...
...TO THE OTHER?!
SACRÉ MÈRE-- C'EST IMPOSSIBLE! C'EST SORCELLERIE!
IN MERCY'S NAME, GIRL, STOP!
YOU'VE GOT A LOT OF NERVE ASKING THAT, SHAMAN...
...AFTER WHAT YOU'VE DONE.
<NO, oh, NO! ONCE MORE, I FIND MYSELF FAR FROM HOME, DRESSED AS THAT SHAMELESS TROLLOP, AURORA!>*
<DEAR LORD IN HEAVEN, WHY DO YOU TORMENT ME SO?! WILL THIS MADNESS NEVER END?! WILL I NEVER BE AT PEACE?!!>
SHAMAN--!?!
SASQUATCH-- PUCK-- HELP!!
*TRANSLATED FROM THE FRENCH-- A.&D.


PUCK! THAT PANICKED, RAPID-FIRE FRENCH MEANS AURORA'S REVERTED TO HER JEANNE-MARIE PERSONA!
AND HEATHER'S CALLING AS WELL! WE BETTER GET A WIGGLE ON--
--WHOEVER'S RESPONSIBLE, WE'LL CLEAN THEIR CLOCKS, eh?
AH CAN HEAR SCREAMS!
RAY, HOW COULD YOU BE SO CRUEL?
ON THE OTHER HAND, IF IT HAD BEEN MY DADDY, WOULD AH BE ACTING ANY DIFFERENTLY?
BETTER MAKE MY MOVE-- WHAT'S...
THAAAATT!
NORTHSTAR!
JEAN-PAUL BEAUBIER-- SPEED-DEMON OF THE NORTH!
AH GUESS HE FIGURED ON TAKIN' ME OUT RIGHT OFF THE BAT.
SILLY BOY.
BUT, ALONG WITH HIS POWERS, I HAVE ALSO ABSORBED HIS MEMORIES-- EVERY PARTICLE OF HIS BEING!
I KNOW HIS JOYS, HIS PAIN, HIS DREAMS AND TERRORS--ALL HIS SECRETS!
DO NOT LOOK INTO THE BAG, HEATHER--OR YOU RISK LOSING BOTH MIND AND SOUL!
I CAN'T PULL FREE, MICHAEL-- MAKE IT LET ME GO!
I'M THROUGH WAITING, SHAMAN! I WANT ANSWERS!
I HAVE NONE!
I'VE NO IDEA WHO YOUR FATHER IS, NOR DO I CARE! YOU'VE THREATENED AND MAIMED--AND PERHAPS MURDERED-- FOR NOTHING!


PLAY-TIME'S OVER, GIRLIE-- THE KID GLOVES JUST CAME OFF!
YOU HURT MY LADY.
THAT MAKES ME MAD!
IF I WERE A WALL, FURBALL, I'D BE SCARED STIFF!
YOU THINK YOU'RE HOT STUFF? C'MON THEN--
--TAKE YOUR BEST SHOT!
MY THANKS, NIGHTCRAWLER, FOR THE TIMELY TELEPORT.
RACHEL!
COME WITH ME, ONTO THE ASTRAL PLANE!
GIVING RACHEL THE OPPORTUNITY TO NEITHER RESIST NOR ARGUE, XAVIER LITERALLY YANKS HER PSYCHIC SELF OUT OF HER BODY.
UN MONSTRE! N'APPROCHE MOI-PAS, DIABLE!
AURORA!
(DO NOT CALL ME BY THAT HATEFUL NAME!)
NIGHT-CRAWLER, GRAB MY MEDICINE BAG--!
MICHAEL-- I CAN'T FEEL MY ARM!!
HOW DARE YOU ACT IN SUCH A FASHION!
YOU ARE AN X-MAN, RACHEL! YOU HAVE NO RIGHT TO TAMPER WITH ANOTHER'S MIND, REGARDLESS OF THE PROVOCATION!


PULL, X-MAN-- WITH ALL YOUR MIGHT!
I AM-- BUT IT ISN'T...
...BUDGING?!?
I'M FREE!
AND MY HAND'S UNHARMED!
THANK GOD!
THE POUCH'S POWERS-- WERE MOMENTARILY NEUTRALIZED!
HEY, POPS, ISN'T THAT WHAT TALISMAN DOES BEST?
ELIZABETH--?!
I HEARD YOUR MYSTIC "S-O-S..."
... AND CAME AS QUICK AS I COULD.
DO WHAT YOU CAN FOR THE OTHERS, DAUGHTER, WHILE I TEND TO SNOWBIRD.
SHE IS BARELY BREATHING!
NEED THIS, HERR DOKTOR?
THANK YOU, NIGHT-CRAWLER.
THIS SHOULD RESTORE HER STRENGTH-- AND AID HER BODY'S STRUGGLE AGAINST THE CORRUPTION CONSUMING HER.
WHAT COULD IT BE, THOUGH? I HAVE NEVER SEEN ITS LIKE...
...AS PHYSICIAN OR MEDICINE MAN.
I WILL NOT TOLERATE SUCH BEHAVIOR, YOUNG LADY, EVER AGAIN.
YESSIR.
RETURN TO YOUR BODY, THEN.
AND LET US TRY TO UNDO THE HARM YOU'VE DONE.
IF IT ISN'T TOO MUCH TROUBLE...
...WOULD SOMEONE MIND TELLING ME...
... WHAT THE HECK IS GOING ON HERE?!
LET GO OF ME, PIG! YOU CAN-NOT HOLD ME AGAINST MY WILL! I WANT TO GO HOME-- AT ONCE!


ALLOW ME, Dr. LANGKOWSKI, TO RESTORE Ms. BEAUBIER TO HER FORMER SELF.
AURORA...?!?
OUI, WALTER. I AM MYSELF AGAIN--
--AS MUCH AS I CAN EVER BE.
WHO IS THAT MAD GIRL? WHY DID SHE ATTACK?!
SHE MENTIONED HER FATHER?
RACHEL PICKED UP A PSYCHIC CRY FROM CYCLOPS, IMPLYING THAT YOU HAD AMBUSHED HIM.
AND WHEN THE TALE IS FULLY TOLD...
THAT'S NONSENSE! I WAS HERE WITH HEATHER THE ENTIRE NIGHT. I CAST NO SPELLS. I WOULD NEVER USE MY MAGICKS IN SUCH A MANNER AGAINST FRIENDS.
SHAMAN...
...CYCLOPS' AIRCRAFT WAS STRUCK DOWN THE SAME MOMENT I WAS.
THERE IS A WRONGNESS-- A GREAT AND TERRIBLE EVIL-- EMANATING FROM UNGAVA BAY...
Hmmmh -- WE'VE BEEN CHARTING A PHENOMENALLY POWERFUL MUTANT PRESENCE WHICH ALSO APPEARED IN THAT VICINITY LAST NIGHT.
THREE SIMULTANEOUS INCIDENTS-- A CONTINENT REMOVED-- COINCIDENCE?
IN OUR LINE OF WORK, NIGHTCRAWLER, I'VE LEARNED THERE AIN'T NO SUCH ANIMAL.
TWO HEADS-- TWO TEAMS-- MAY WORK BETTER THAN ONE, PROFESSOR.
WHAT SAY WE JOIN FORCES?
AFTER ALL, THERE WERE CANADIANS ON THAT PLANE AND IT WAS HIT FLYING OVER CANADIAN AIRSPACE-- THAT MAKES IT ALPHA FLIGHT'S BUSINESS. I ALSO FIGURE YOU OWE ME FOR THIS LITTLE SET-TO.
SOUNDS PRETTY FAIR TO ME, DARLIN'.
HEY, SURE, WHY NOT? THE MORE, THE MERRIER.
BUT OUR "BLACKBIRD" ISN'T NEAR BIG ENOUGH FOR SO MANY PEOPLE.
LEAVE THAT TO PUCK, GIRL, eh?
EUGENE MILTON JUDD WILL TAKE CARE OF EVERYTHING!

ELSEWHERE--

--IN A PLACE THAT IS AS MUCH APART FROM THE WORLDS OF GODS AND MORTALS...

...AS IT IS A PART OF THEM

IF GODS CAN BE SAID TO HAVE GODS THEMSELVES, THIS IS WHERE THEY LIVE-- AND IT IS HERE LOKI OF ASGARD, GOD OF MISCHIEF, ADOPTED SON OF ALL-FATHER ODIN, HAS COME SEEKING A PRIZE BEYOND PRICE.

WE SEE THEE, LOKI.

AND BY THAT SEEING, PRINCE OF ASGARD, DO ADMIT THEE TO OUR PRESENCE.

WE WHO SIT ABOVE IN SHADOW BID THEE WELCOME.

MY TASK IS COMPLETE, NOBLE LORDS AND LADIES, MY PART OF OUR BARGAIN *FULFILLED*.

THE TIME HATH COME FOR THEE TO HONOR THINE.

NOT SO. NOT YET.

WE CHARGED THEE NOT SIMPLY TO DO A GOOD DEED FOR THE PEOPLE OF MIDGARD, BUT, IN THE PROCESS, TO PROVE THYSELF *WORTHY* OF OUR FAVOR.

THE ONE IS EASY, THE OTHER FAR LESS SO-- AS THOU ART DISCOVERING.

THE *BOON* ASKED OF US BY THEE IS GREAT-- AND SUPREMELY PRECIOUS-- WE DO NOT GRANT IT LIGHTLY.

I AM THE *SON OF ODIN*. IT IS NOT IN MY NATURE TO ASK-- FOR ANYTHING.

BE THAT NOT THE POINT OF THIS ENTIRE EXERCISE, LITTLE GOD-- TO PROVE THAT NATURE CAN BE *CHANGED*?

AS WE RECALL, THY HALF-BROTHER, *THOR*-- GOD OF THUNDER-- HAD TO LEARN THE TRUE HUMILITY THAT MUST NEEDS TEMPER SUCH AWESOME POWER AS WE IMMORTALS POSSESS.

MAYHAP, THIS IS *THY* TURN.

SOME MIGHT SAY THAT A BONAFIDE SAVIOR OF THE UNIVERSE--WHO STOOD BY ODIN'S RIGHT HAND WHEN THE ALL-FATHER FACED THE DEMON SURTUR*-- MIGHT HAVE LITTLE TO BE HUMBLE ABOUT.

TRUE... ...OR A VERY GREAT DEAL.

* THOR #353 -- ANN & DENNY.

BE PATIENT, LOKI.

THOU SHALT HEAR OUR JUDGEMENT ANON.

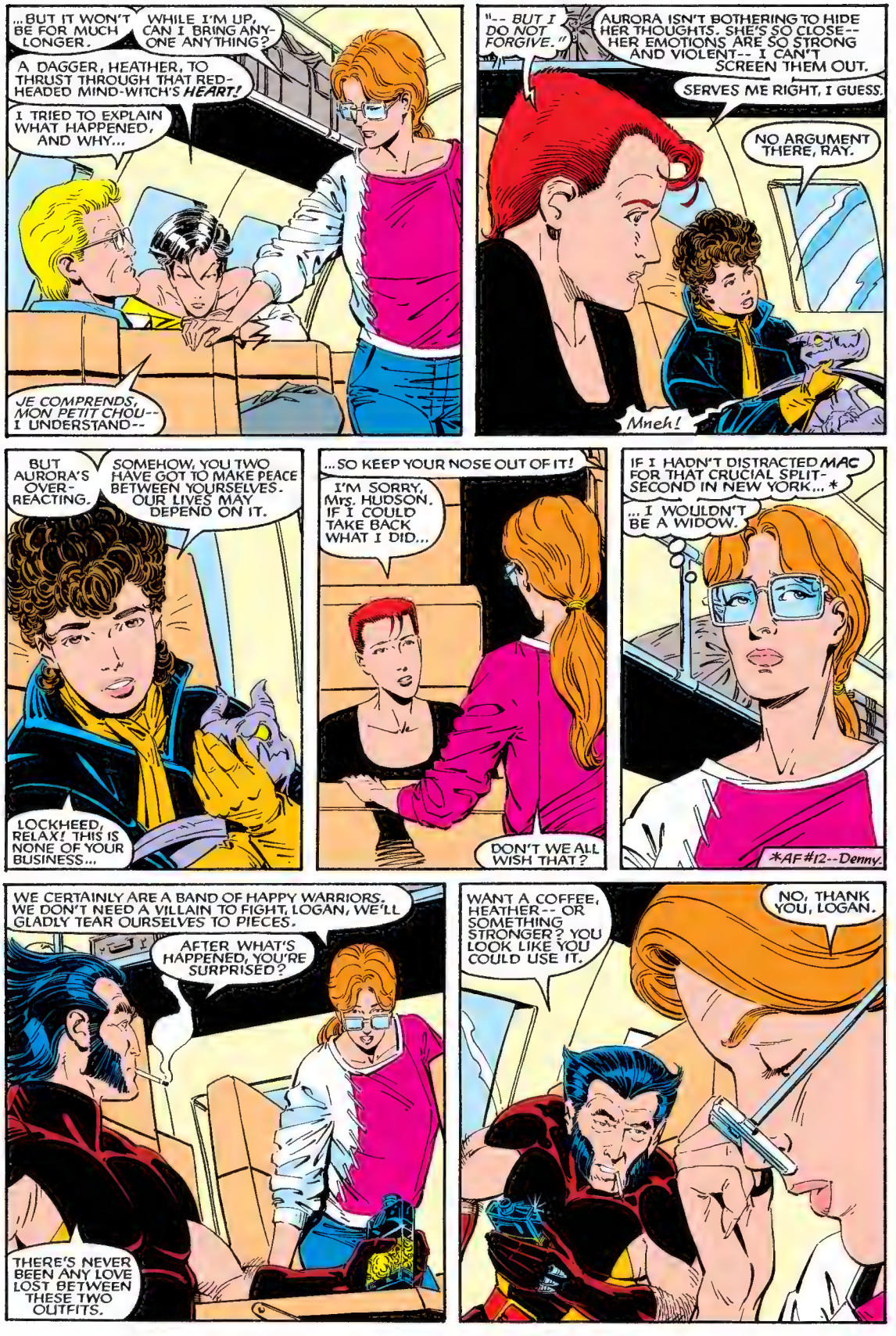
ONCE-- NOT SO LONG AGO-- I'D HAVE CHAFED AT SUCH TREATMENT. I WOULD HAVE RAGED, THREATENED, SCHEMED, FOUGHT-- AND THEREBY LOST *ALL*.

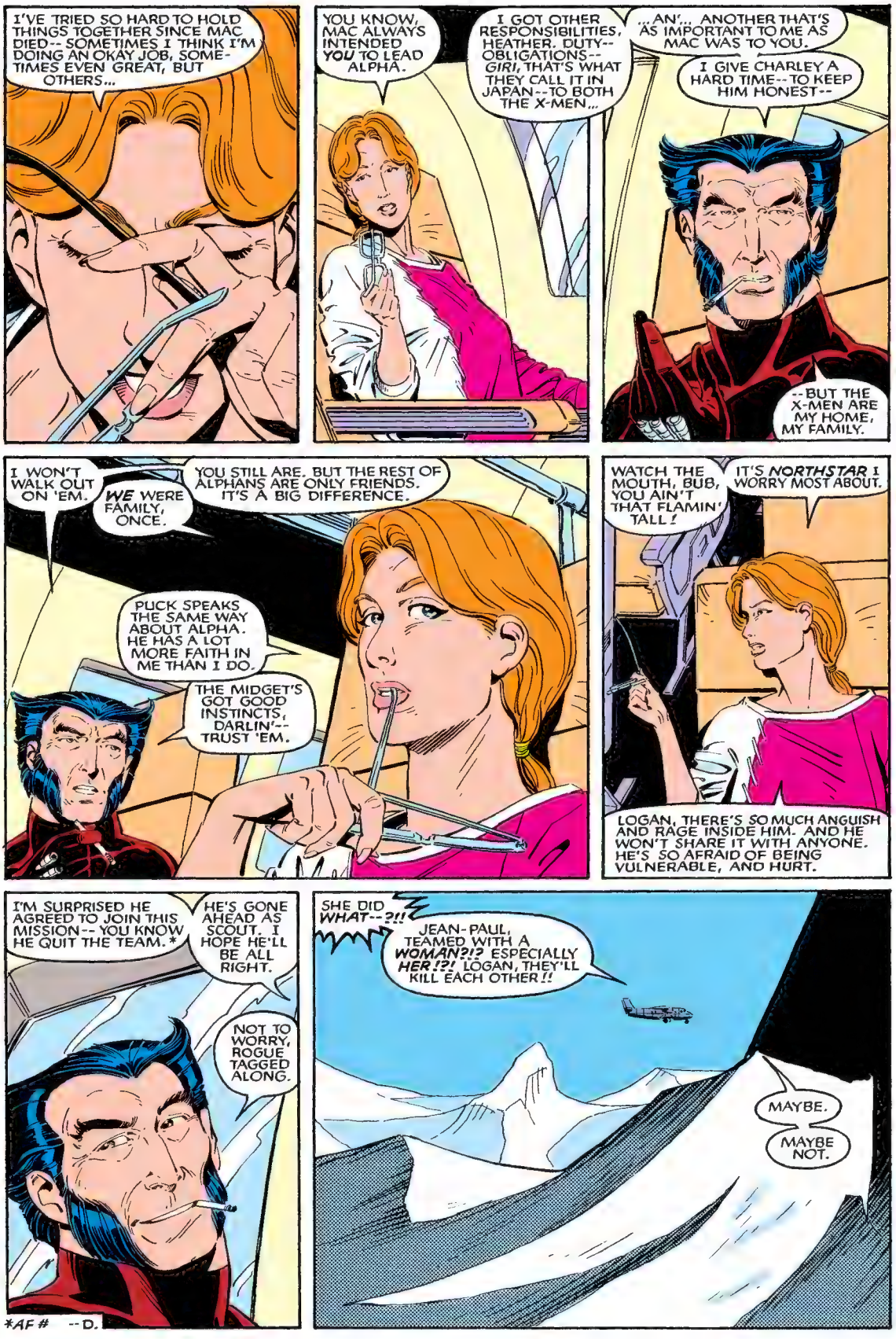
BUT I AM NOT THE GOD I WAS. I WILL REMAIN MASTER OF MY SELF, AND MY EMOTIONS-- BEHAVE AS NOBLY AS MY DOLTISH BROTHER-- AND THEREBY ACCOMPLISH WHAT IS BEYOND EVEN HIS MIGHT.

LOKI-- THE TRICKSTER, THE DECEIVER, THE SO-CALLED GOD OF EVIL--

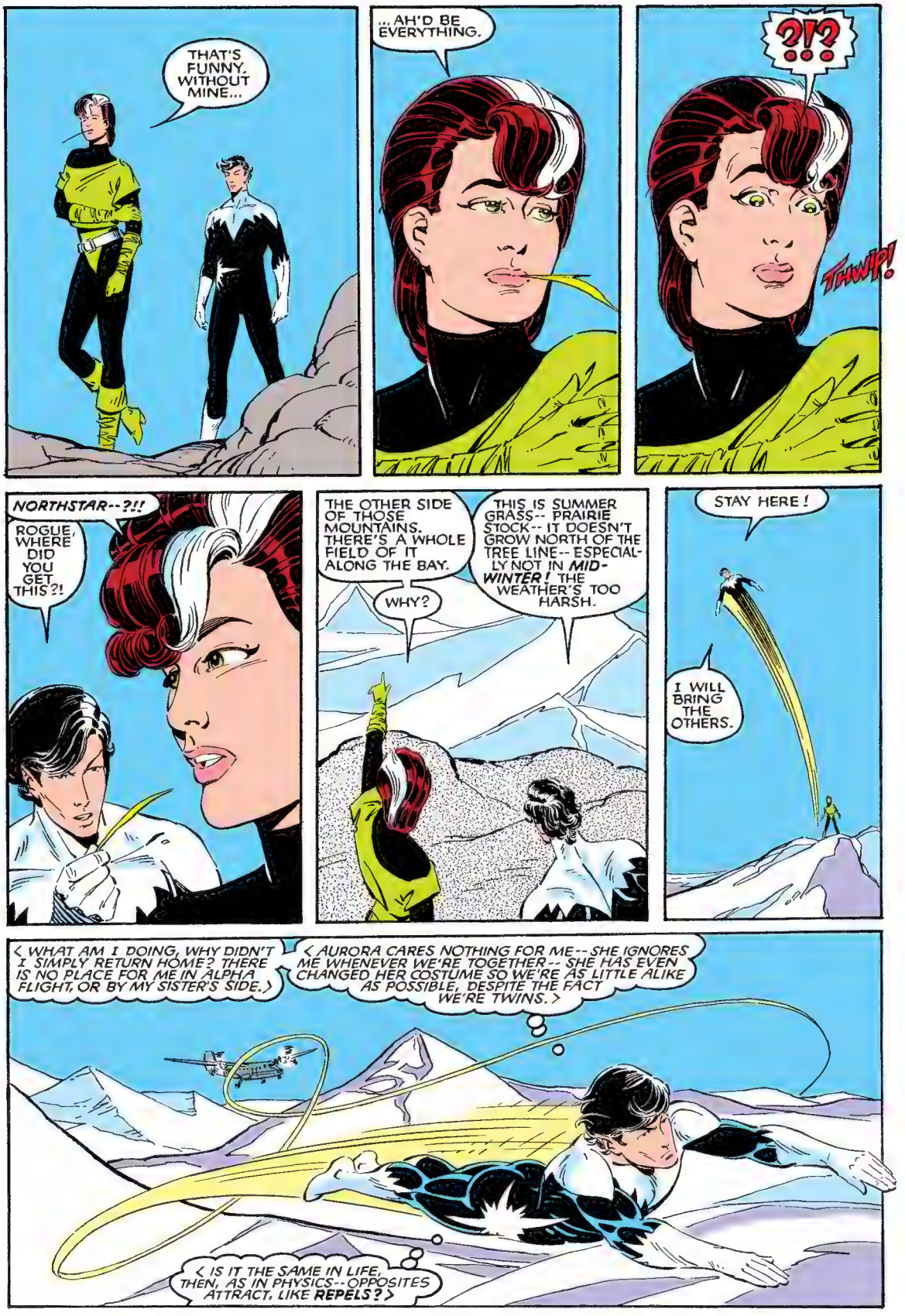
-- SHALL BRING EVERLASTING *PEACE* TO THE EARTH.

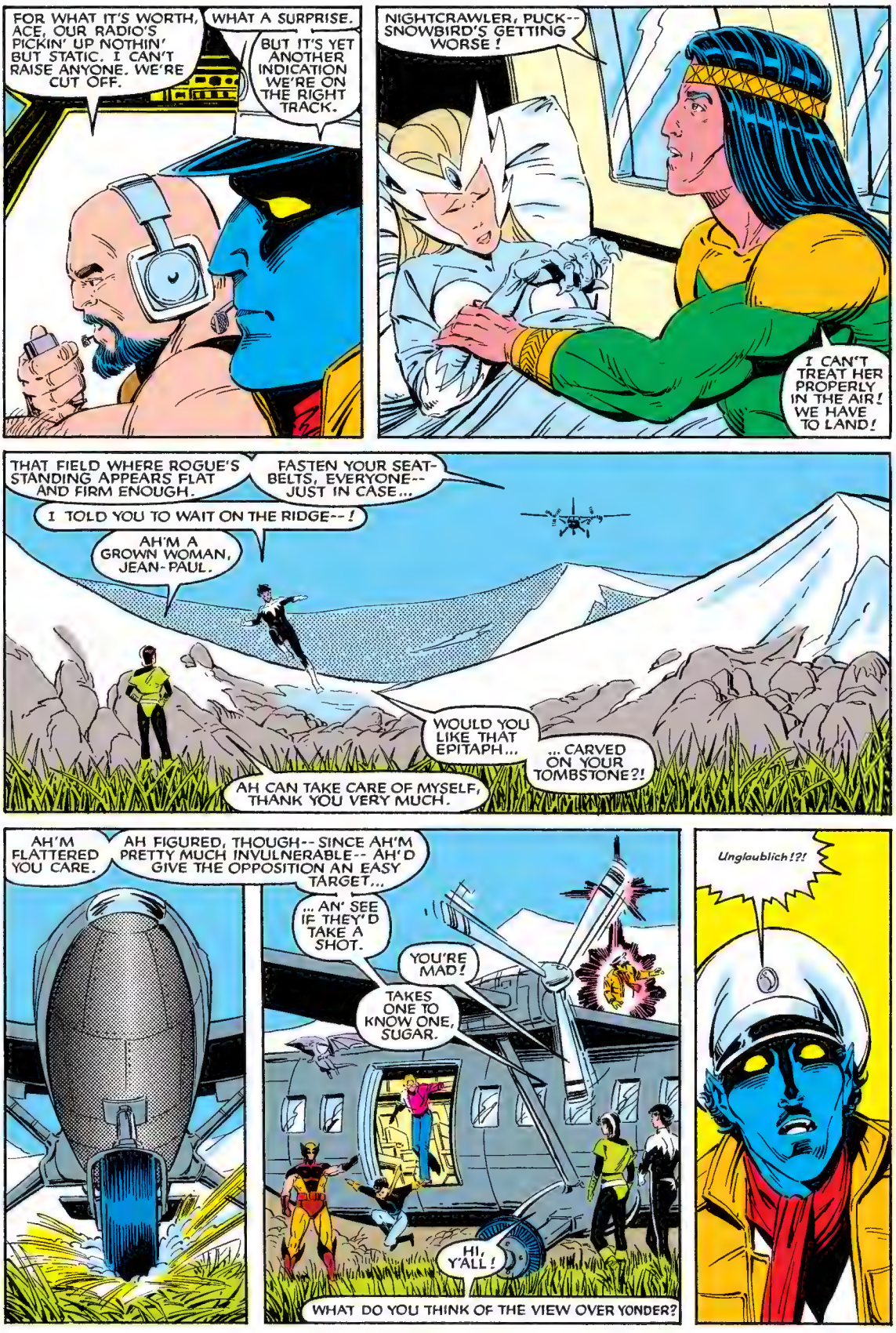
THE BETTER PART OF A DAY LATER, AND 1500 MILES TO THE NORTH-EAST...
MEIN GOTT, HERR JUDD--THIS CRATE IS OLDER THAN I AM!
VINTAGE NIGHTCRAWLER, eh?
SHE MAY NOT BE PRETTY, BUT SHE KNOWS HER WAY AROUND THE BUSH COUNTRY.
A DeHAVILLAND OTTER'LL TAKE JUST ABOUT ANY POUNDING, FLY ON PRETTY MUCH FOREVER AND LAND ON THE PROVERBIAL DIME--WHAT MORE COULD YOU ASK FOR, eh?
I WON'T ASK WHERE--OR HOW--YOU GOT THIS.
GOOD.
WE'RE APPROACHING UPPER SEAL LAKE--FIGURE ROUGHLY THREE HUNDRED KILOMETERS TO UNGAVA BAY.
WITH LUCK, ANOTHER HOUR.
I'LL TELL THE OTHERS. THEY'LL BE SO PLEASED.
NEVER FEAR, FRAU HUDSON, THE FUN AND GAMES WILL BEGIN SOON ENOUGH.
PAL, IF THIS IS AS LIVELY AS THIS CAPER GETS...
...I'LL BE ETERNALLY GRATEFUL.
MICHAEL...?
BOTH MEDICINES AND MAGICKS ARE HAVING LESS AND LESS EFFECT. NARYA MAY SEE TOMORROW'S SUNRISE, BUT UNLESS THE GODS HAVE MERCY ON THEIR DAUGHTER...
...IT WILL BE HER LAST.
I HATE IT--UNABLE TO HELP, UNABLE TO DO ANYTHING BUT WATCH! I'M A NORMAL HUMAN BEING--AN ORDINARY WOMAN--
--WHAT RIGHT DO I HAVE TO EVEN BE HERE...
...MUCH LESS LEAD ALPHA FLIGHT.
SORRY ABOUT THE CRAMPED QUARTERS, FELLAS...


...BUT IT WON'T BE FOR MUCH LONGER.
WHILE I'M UP, CAN I BRING ANY-ONE ANYTHING?
A DAGGER, HEATHER, TO THRUST THROUGH THAT RED-HEADED MIND-WITCH'S HEART!
I TRIED TO EXPLAIN WHAT HAPPENED, AND WHY...
JE COMPRENDS, MON PETIT CHOU-- I UNDERSTAND--
"-- BUT I DO NOT FORGIVE."
AURORA ISN'T BOTHERING TO HIDE HER THOUGHTS. SHE'S SO CLOSE-- HER EMOTIONS ARE SO STRONG AND VIOLENT-- I CAN'T SCREEN THEM OUT.
SERVES ME RIGHT, I GUESS.
NO ARGUMENT THERE, RAY.
Mneh!
BUT AURORA'S OVER-REACTING.
SOMEHOW, YOU TWO HAVE GOT TO MAKE PEACE BETWEEN YOURSELVES. OUR LIVES MAY DEPEND ON IT.
LOCKHEED, RELAX! THIS IS NONE OF YOUR BUSINESS...
...SO KEEP YOUR NOSE OUT OF IT!
I'M SORRY, Mrs. HUDSON. IF I COULD TAKE BACK WHAT I DID...
DON'T WE ALL WISH THAT?
IF I HADN'T DISTRACTED MAC FOR THAT CRUCIAL SPLIT-SECOND IN NEW YORK... *
... I WOULDN'T BE A WIDOW.
*AF#12--Denny.
WE CERTAINLY ARE A BAND OF HAPPY WARRIORS. WE DON'T NEED A VILLAIN TO FIGHT, LOGAN, WE'LL GLADLY TEAR OURSELVES TO PIECES.
AFTER WHAT'S HAPPENED, YOU'RE SURPRISED?
THERE'S NEVER BEEN ANY LOVE LOST BETWEEN THESE TWO OUTFITS.
WANT A COFFEE, HEATHER-- OR SOMETHING STRONGER? YOU LOOK LIKE YOU COULD USE IT.
NO, THANK YOU, LOGAN.


I'VE TRIED SO HARD TO HOLD THINGS TOGETHER SINCE MAC DIED-- SOMETIMES I THINK I'M DOING AN OKAY JOB, SOMETIMES EVEN GREAT, BUT OTHERS...
YOU KNOW, MAC ALWAYS INTENDED *YOU* TO LEAD ALPHA.
I GOT OTHER RESPONSIBILITIES, HEATHER. DUTY-- OBLIGATIONS-- *GIRI*, THAT'S WHAT THEY CALL IT IN JAPAN--TO BOTH THE X-MEN...
...AN'... ANOTHER THAT'S AS IMPORTANT TO ME AS MAC WAS TO YOU.
I GIVE CHARLEY A HARD TIME--TO KEEP HIM HONEST--
--BUT THE X-MEN ARE MY HOME, MY FAMILY.
I WON'T WALK OUT ON 'EM.
WE WERE FAMILY, ONCE.
YOU STILL ARE. BUT THE REST OF ALPHANS ARE ONLY FRIENDS. IT'S A BIG DIFFERENCE.
PUCK SPEAKS THE SAME WAY ABOUT ALPHA. HE HAS A LOT MORE FAITH IN ME THAN I DO.
THE MIDGET'S GOT GOOD INSTINCTS, DARLIN'-- TRUST 'EM.
WATCH THE MOUTH, BUB, YOU AIN'T THAT FLAMIN' TALL!
IT'S *NORTHSTAR* I WORRY MOST ABOUT.
LOGAN, THERE'S SO MUCH ANGUISH AND RAGE INSIDE HIM. AND HE WON'T SHARE IT WITH ANYONE. HE'S SO AFRAID OF BEING VULNERABLE, AND HURT.
I'M SURPRISED HE AGREED TO JOIN THIS MISSION-- YOU KNOW HE QUIT THE TEAM.*
HE'S GONE AHEAD AS SCOUT. I HOPE HE'LL BE ALL RIGHT.
NOT TO WORRY, ROGUE TAGGED ALONG.
*AF # --D.
SHE DID *WHAT*--?!!
JEAN-PAUL, TEAMED WITH A *WOMAN*?!? ESPECIALLY *HER*!?! LOGAN, THEY'LL KILL EACH OTHER!!
MAYBE.
MAYBE NOT.

FIND ANY-THING?
NON.
〈GO BACK TO THE OTHERS.〉*
*TRANSLATED FROM THE FRENCH.-- A.&D.
〈I NEED NO HELP.〉
GOODNESS GRACIOUS ME-- AN' AH THOUGHT...
...AH HAD A CHIP ON MY SHOULDER!
〈BY THE WAY, SUGAR, WE SPEAK FRENCH OUR-SELVES...〉
〈... IN THE MISSISSIPPI BAYOU COUNTRY.〉
〈CAN'T CROWD ME OUT THAT WAY.〉
YOU DON'T KNOW WHAT YOU'RE TALK-ING ABOUT.
NO? YOU FORGET, MON BRAVE, FOR A MINUTE THERE BACK AT THE HOSPITAL...
...AH WAS YOU.
EVERY THOUGHT, EVERY EXPERIENCE, EVERY EMOTION. EVERY MEMORY.
IT WAS QUITE AN EXPERIENCE.
YOU HAD NO RIGHT!
AH HAD NO CHOICE!
AH CAN'T CONTROL MY POWER. AH TOUCH SOMEONE, THEY'RE ZAPPED-- IT'S BEEN THAT WAY SINCE AH WAS A KID AN' WILL PROBABLY REMAIN SO TILL AH DIE!
SO DON'T QUOTE ME NO CHAPTER AN' VERSE ABOUT HOW TOUGH AN' LONELY LIFE IS, Mr. JEAN-PAUL BEAUBIER!
AH'M WRITIN' MY OWN BOOK!
YOU GOT NO CALL FOR SUCH ANGER, NORTHSTAR-- YOU GOT TALENT, SKILLS-- YOU'RE A CHAMPION!
I AM A MUTANT. WITHOUT MY SUPER-SPEED, I AM NOTHING. I HAVE NOTHING.


THAT'S FUNNY. WITHOUT MINE...
...AH'D BE EVERYTHING.
?!?
THWIP!
NORTHSTAR--?!!
ROGUE, WHERE DID YOU GET THIS?!
THE OTHER SIDE OF THOSE MOUNTAINS. THERE'S A WHOLE FIELD OF IT ALONG THE BAY.
WHY?
THIS IS SUMMER GRASS-- PRAIRIE STOCK-- IT DOESN'T GROW NORTH OF THE TREE LINE-- ESPECIALLY NOT IN MID-WINTER! THE WEATHER'S TOO HARSH.
STAY HERE!
I WILL BRING THE OTHERS.
< WHAT AM I DOING, WHY DIDN'T I SIMPLY RETURN HOME? THERE IS NO PLACE FOR ME IN ALPHA FLIGHT, OR BY MY SISTER'S SIDE. >
< AURORA CARES NOTHING FOR ME-- SHE IGNORES ME WHENEVER WE'RE TOGETHER-- SHE HAS EVEN CHANGED HER COSTUME SO WE'RE AS LITTLE ALIKE AS POSSIBLE, DESPITE THE FACT WE'RE TWINS. >
< IS IT THE SAME IN LIFE, THEN, AS IN PHYSICS-- OPPOSITES ATTRACT, LIKE REPELS? >


FOR WHAT IT'S WORTH, ACE, OUR RADIO'S PICKIN' UP NOTHIN' BUT STATIC. I CAN'T RAISE ANYONE. WE'RE CUT OFF.
WHAT A SURPRISE.
BUT IT'S YET ANOTHER INDICATION WE'RE ON THE RIGHT TRACK.
NIGHTCRAWLER, PUCK-- SNOWBIRD'S GETTING WORSE!
I CAN'T TREAT HER PROPERLY IN THE AIR! WE HAVE TO LAND!
THAT FIELD WHERE ROGUE'S STANDING APPEARS FLAT AND FIRM ENOUGH.
FASTEN YOUR SEAT-BELTS, EVERYONE-- JUST IN CASE...
I TOLD YOU TO WAIT ON THE RIDGE--!
AH'M A GROWN WOMAN, JEAN-PAUL.
WOULD YOU LIKE THAT EPITAPH...
... CARVED ON YOUR TOMBSTONE?!
AH CAN TAKE CARE OF MYSELF, THANK YOU VERY MUCH.
AH'M FLATTERED YOU CARE.
AH FIGURED, THOUGH-- SINCE AH'M PRETTY MUCH INVULNERABLE-- AH'D GIVE THE OPPOSITION AN EASY TARGET...
... AN' SEE IF THEY'D TAKE A SHOT.
YOU'RE MAD!
TAKES ONE TO KNOW ONE, SUGAR.
HI, Y'ALL!
WHAT DO YOU THINK OF THE VIEW OVER YONDER?
Unglaublich!?!

WOW! Oh, WOW!!

FEEL THE BREEZE! WE SAW A BLIZZARD BUILDING BEYOND THOSE MOUNTAINS...

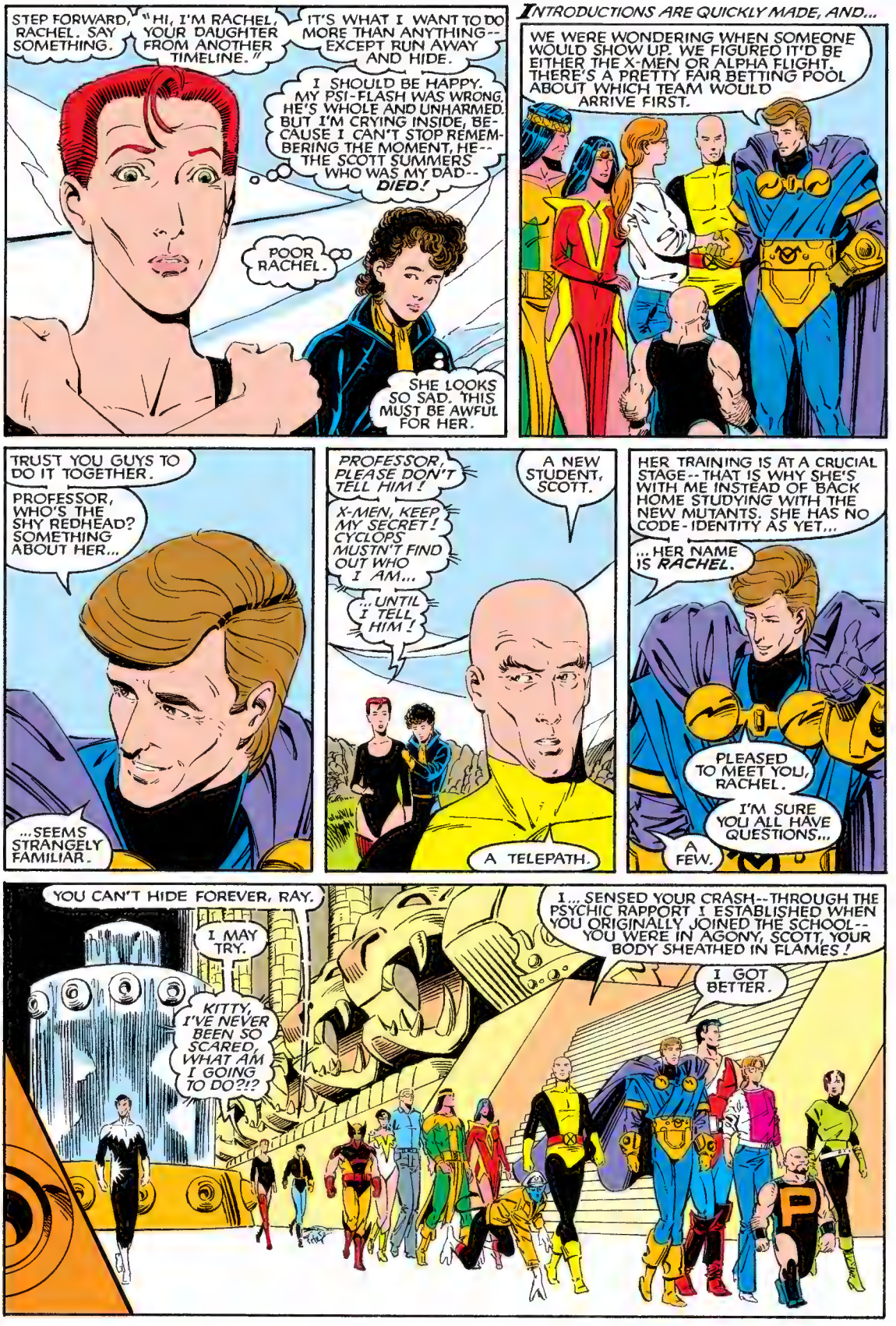
...BUT THE AIR HERE IS WARM. AND SMELL THOSE WILD-FLOWERS!

IT'S LIKE SUMMER!

FAIRYTALE WEATHER FOR A STORYBOOK SETTING.

ANY MOMENT NOW, WE'LL MEET A KNIGHT IN SHINING ARMOR.

I BELIEVE, Mrs. HUDSON, YOU ARE ABOUT TO GET YOUR WISH.
CAN YOU MINDSCAN HIM, PROFESSOR?!
WHAT DO YOUR SENSES TELL YOU, WOLVERINE-- IS HE HOSTILE?!
NOPE.
ANYTHING BUT.
YOU DON'T KNOW HOW GLAD I AM TO HEAR THAT, WOLVERINE.
X-MEN AND ALPHANS--
-- WELCOME TO PARADISE.
SCOTT!?!
I ALMOST DIDN'T BELIEVE MY MIND WHEN I SENSED YOUR THOUGHTS.
LAD, YOUR EYES--?!!
COMPLETELY CURED, PROFESSOR. MY OPTIC BLASTS WORK LIKE THEY'RE SUPPOSED TO, AT MY MENTAL DIRECTION-- AND ONLY THEN. I'LL NEVER NEED MY RUBY QUARTZ GLASSES OR MY VISOR AGAIN!
THAT'S WONDERFUL-- BUT HOW?!
Oh-- JUST YOUR BASIC, EVERYDAY, OUT OF THE BLUE, GARDEN-VARIETY...
...MIRACLE!


STEP FORWARD, RACHEL. SAY SOMETHING.
"HI, I'M RACHEL, YOUR DAUGHTER FROM ANOTHER TIMELINE."
IT'S WHAT I WANT TO DO MORE THAN ANYTHING--EXCEPT RUN AWAY AND HIDE.
I SHOULD BE HAPPY. MY PSI-FLASH WAS WRONG. HE'S WHOLE AND UNHARMED. BUT I'M CRYING INSIDE, BECAUSE I CAN'T STOP REMEMBERING THE MOMENT, HE--THE SCOTT SUMMERS WHO WAS MY DAD--DIED!
POOR RACHEL.
SHE LOOKS SO SAD. THIS MUST BE AWFUL FOR HER.
INTRODUCTIONS ARE QUICKLY MADE, AND...
WE WERE WONDERING WHEN SOMEONE WOULD SHOW UP. WE FIGURED IT'D BE EITHER THE X-MEN OR ALPHA FLIGHT. THERE'S A PRETTY FAIR BETTING POOL ABOUT WHICH TEAM WOULD ARRIVE FIRST.
TRUST YOU GUYS TO DO IT TOGETHER.
PROFESSOR, WHO'S THE SHY REDHEAD? SOMETHING ABOUT HER...
...SEEMS STRANGELY FAMILIAR.
PROFESSOR, PLEASE DON'T TELL HIM!
A NEW STUDENT, SCOTT.
X-MEN, KEEP MY SECRET! CYCLOPS MUSTN'T FIND OUT WHO I AM...
...UNTIL I TELL HIM!
A TELEPATH.
HER TRAINING IS AT A CRUCIAL STAGE--THAT IS WHY SHE'S WITH ME INSTEAD OF BACK HOME STUDYING WITH THE NEW MUTANTS. SHE HAS NO CODE-IDENTITY AS YET...
...HER NAME IS RACHEL.
PLEASED TO MEET YOU, RACHEL.
I'M SURE YOU ALL HAVE QUESTIONS...
A FEW.
YOU CAN'T HIDE FOREVER, RAY.
I MAY TRY.
KITTY, I'VE NEVER BEEN SO SCARED, WHAT AM I GOING TO DO?!?
I... SENSED YOUR CRASH--THROUGH THE PSYCHIC RAPPORT I ESTABLISHED WHEN YOU ORIGINALLY JOINED THE SCHOOL--YOU WERE IN AGONY, SCOTT, YOUR BODY SHEATHED IN FLAMES!
I GOT BETTER.

I WOULD APPRECIATE A MORE... APPROPRIATE RESPONSE, CYCLOPS.

I KNOW, SIR. IT'S JUST... I STILL HAVE A HARD TIME BELIEVING THIS IS ACTUALLY HAPPENING, THAT IT ISN'T SOME DREAM. IT REALLY IS ALMOST TOO GOOD TO BE TRUE.

INTERESTING. SOME ELEMENT IN THE FABRIC OF THIS CITADEL INHIBITS MY PSIONIC ABILITIES, REFLECTING MY PROBES BACK AT ME. SCOTT'S THOUGHTS HAVE BECOME MORE DIFFICULT TO READ AS WELL.

I WONDER, IS THAT CAUSE FOR ALARM?

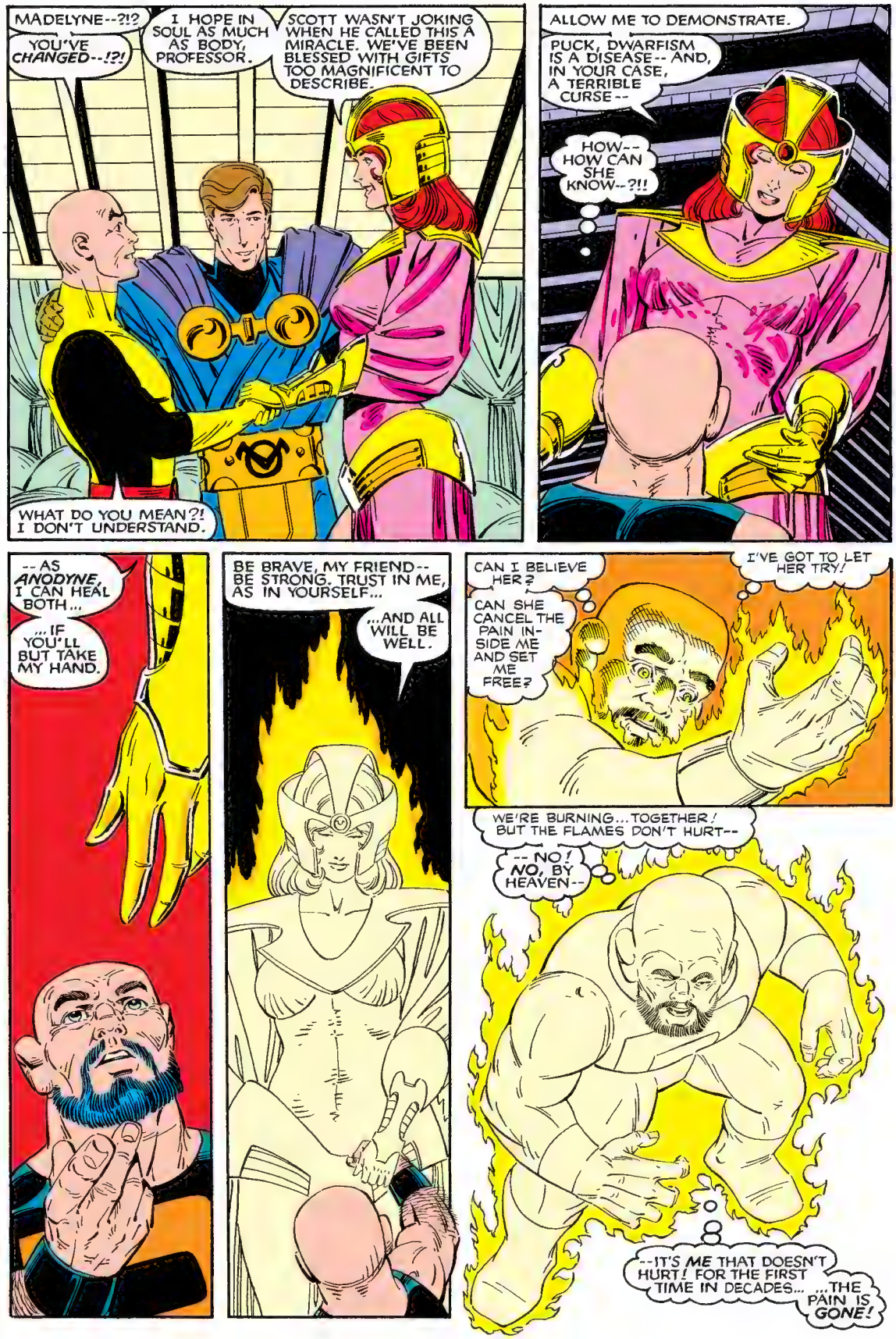
WORDS AREN'T QUITE SUFFICIENT FOR AN EXPLANATION, PROFESSOR...

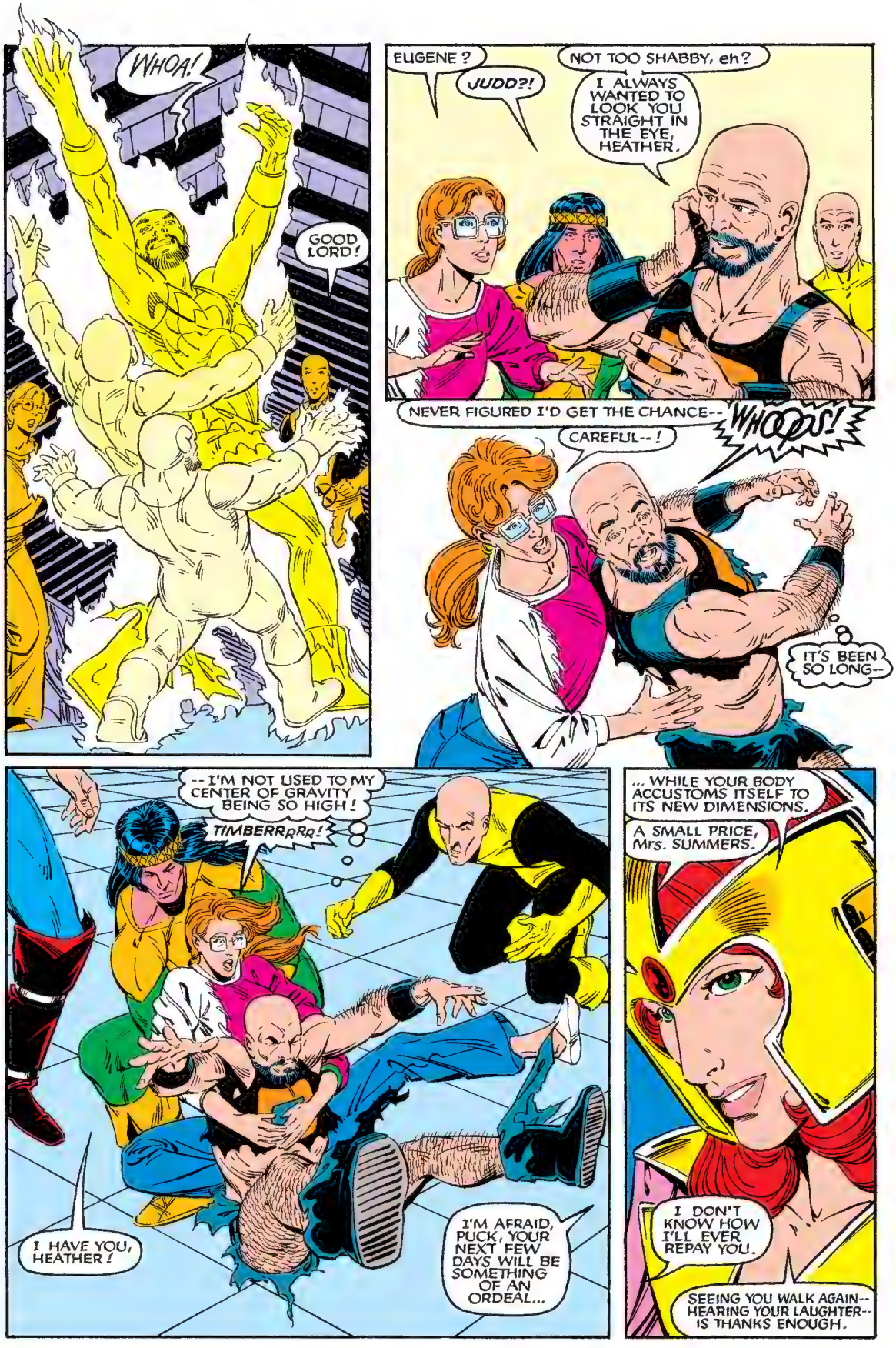
...IT'S EASIER BY FAR TO SHOW YOU.

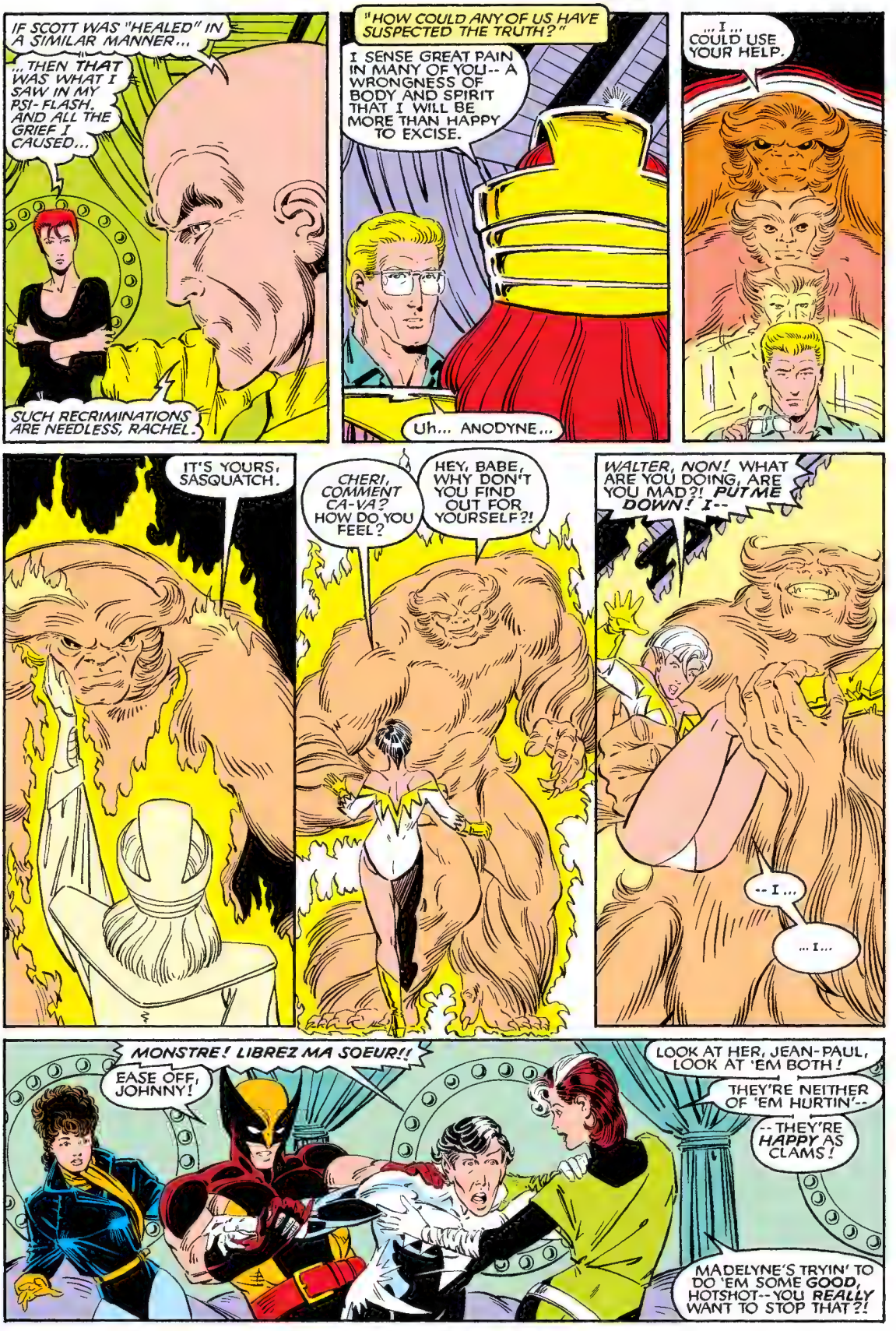
WELCOME, DEAR FRIENDS--

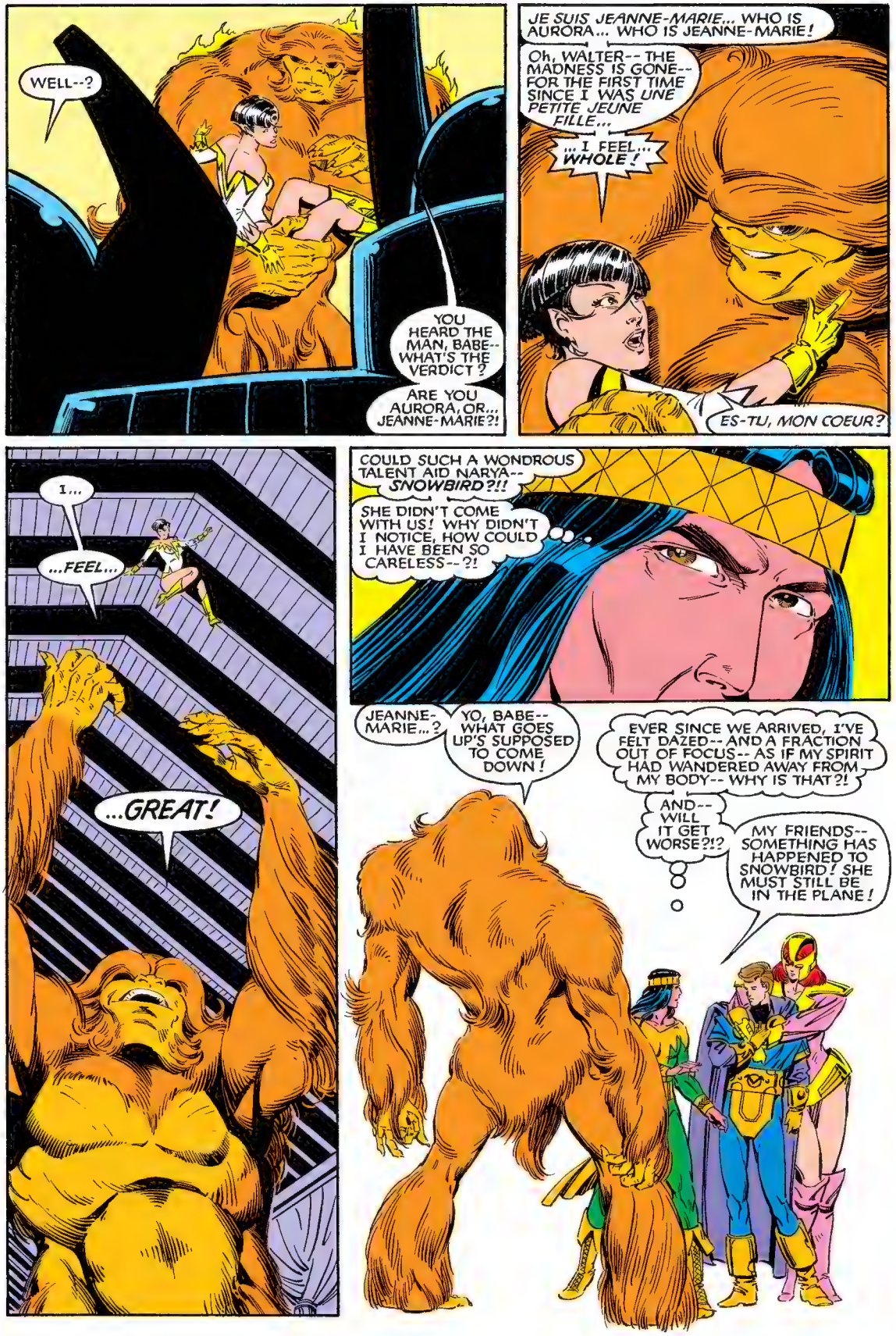
--TO WHAT WE HOPE AND PRAY IS THE SHAPE OF OUR WORLD TO COME...

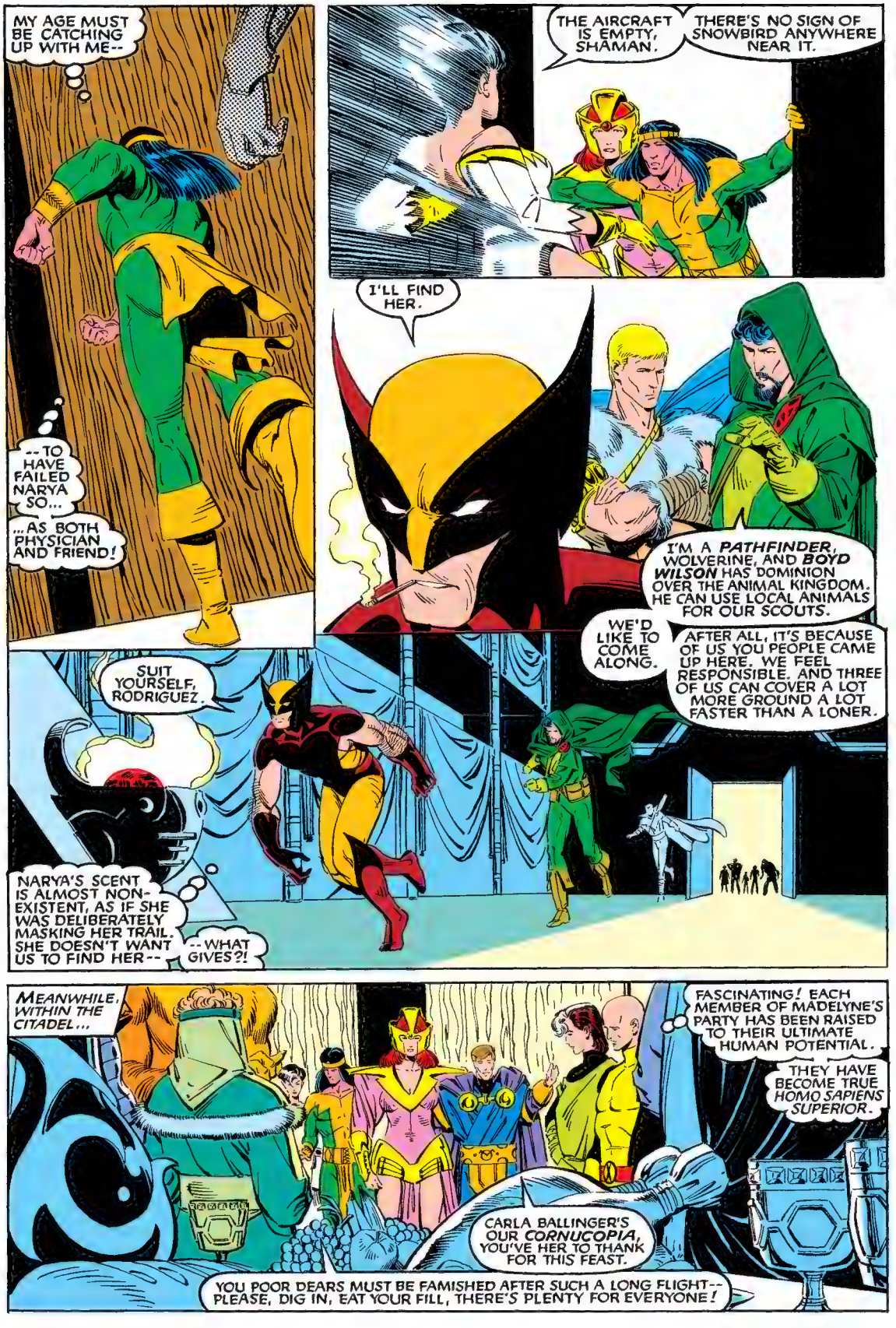
...AN EARTH WHEREON ITS CHILDREN, HUMAN AND MUTANT BOTH, WILL LIVE TOGETHER, FOREVER IN PEACE.

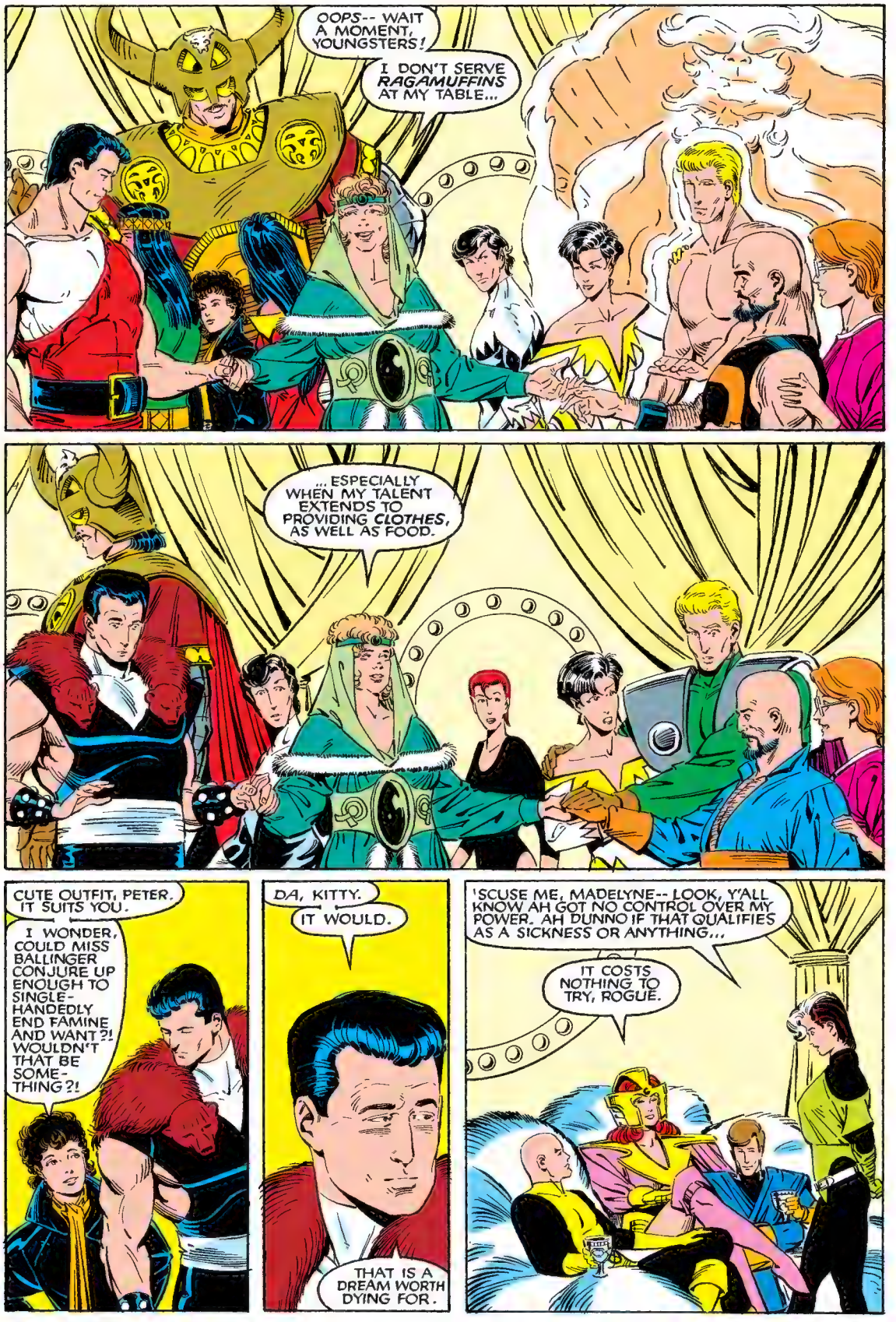

MADELYNE--?!?
YOU'VE CHANGED--!?!
I HOPE IN SOUL AS MUCH AS BODY, PROFESSOR.
SCOTT WASN'T JOKING WHEN HE CALLED THIS A MIRACLE. WE'VE BEEN BLESSED WITH GIFTS TOO MAGNIFICENT TO DESCRIBE.
WHAT DO YOU MEAN?! I DON'T UNDERSTAND.
ALLOW ME TO DEMONSTRATE.
PUCK, DWARFISM IS A DISEASE-- AND, IN YOUR CASE, A TERRIBLE CURSE--
HOW-- HOW CAN SHE KNOW--?!!
--AS ANODYNE, I CAN HEAL BOTH...
...IF YOU'LL BUT TAKE MY HAND.
BE BRAVE, MY FRIEND-- BE STRONG. TRUST IN ME, AS IN YOURSELF...
...AND ALL WILL BE WELL.
CAN I BELIEVE HER?
CAN SHE CANCEL THE PAIN INSIDE ME AND SET ME FREE?
I'VE GOT TO LET HER TRY!
WE'RE BURNING...TOGETHER! BUT THE FLAMES DON'T HURT--
--NO! NO, BY HEAVEN--
--IT'S ME THAT DOESN'T HURT! FOR THE FIRST TIME IN DECADES... ...THE PAIN IS GONE!


WHOA!
GOOD LORD!
EUGENE?
JUDD?!
NOT TOO SHABBY, eh?
I ALWAYS WANTED TO LOOK YOU STRAIGHT IN THE EYE, HEATHER.
NEVER FIGURED I'D GET THE CHANCE--
CAREFUL--!
WHOOPS!
IT'S BEEN SO LONG--
-- I'M NOT USED TO MY CENTER OF GRAVITY BEING SO HIGH!
TIMBERRRRR!
I HAVE YOU, HEATHER!
I'M AFRAID, PUCK, YOUR NEXT FEW DAYS WILL BE SOMETHING OF AN ORDEAL...
... WHILE YOUR BODY ACCUSTOMS ITSELF TO ITS NEW DIMENSIONS.
A SMALL PRICE, Mrs. SUMMERS.
I DON'T KNOW HOW I'LL EVER REPAY YOU.
SEEING YOU WALK AGAIN--HEARING YOUR LAUGHTER--IS THANKS ENOUGH.

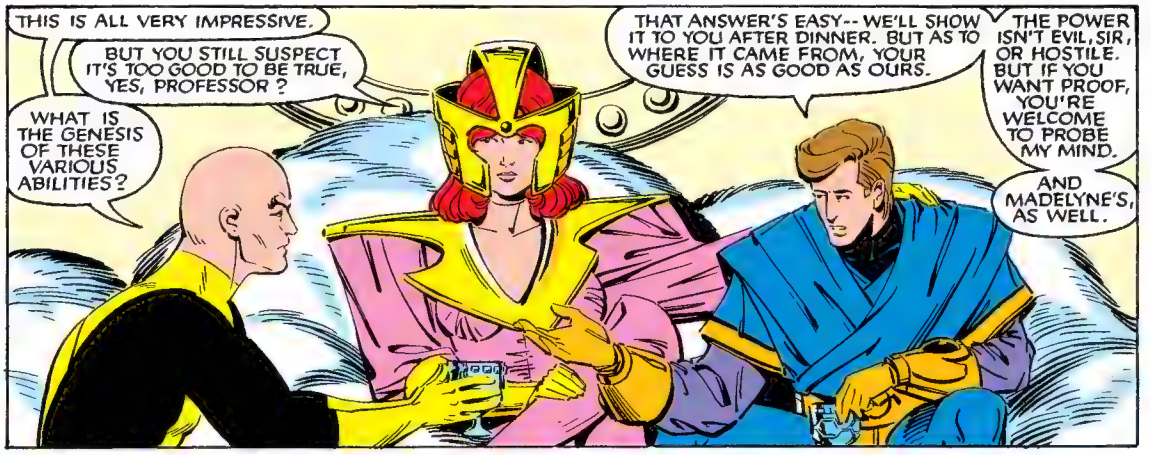

IF SCOTT WAS "HEALED" IN A SIMILAR MANNER...
...THEN THAT WAS WHAT I SAW IN MY PSI-FLASH. AND ALL THE GRIEF I CAUSED...
SUCH RECRIMINATIONS ARE NEEDLESS, RACHEL.
"HOW COULD ANY OF US HAVE SUSPECTED THE TRUTH?"
I SENSE GREAT PAIN IN MANY OF YOU-- A WRONGNESS OF BODY AND SPIRIT THAT I WILL BE MORE THAN HAPPY TO EXCISE.
Uh... ANODYNE...
...I... COULD USE YOUR HELP.
IT'S YOURS, SASQUATCH.
CHERI, COMMENT CA-VA? HOW DO YOU FEEL?
HEY, BABE, WHY DON'T YOU FIND OUT FOR YOURSELF?!
WALTER, NON! WHAT ARE YOU DOING, ARE YOU MAD?! PUT ME DOWN! I--
--I...
...I...
MONSTRE! LIBREZ MA SOEUR!!
EASE OFF, JOHNNY!
LOOK AT HER, JEAN-PAUL, LOOK AT 'EM BOTH!
THEY'RE NEITHER OF 'EM HURTIN'--
--THEY'RE HAPPY AS CLAMS!
MADELYNE'S TRYIN' TO DO 'EM SOME GOOD, HOTSHOT--YOU REALLY WANT TO STOP THAT?!

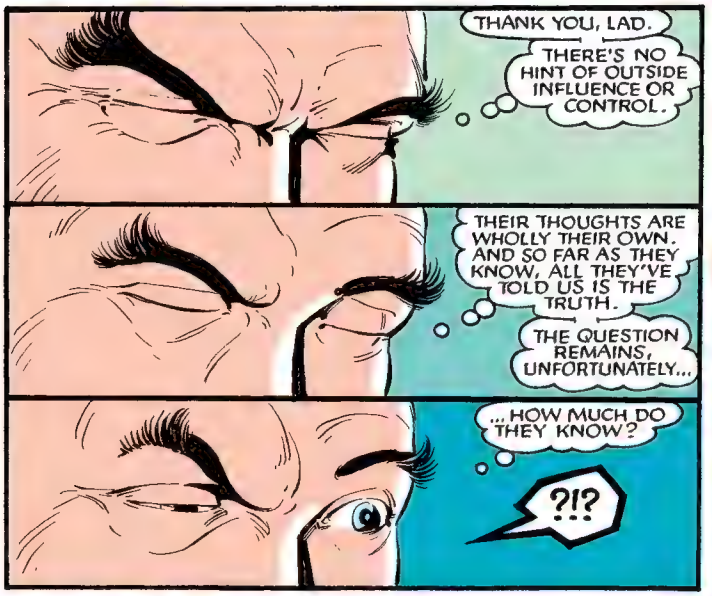

WELL--?
YOU HEARD THE MAN, BABE-- WHAT'S THE VERDICT?
ARE YOU AURORA, OR... JEANNE-MARIE?!
JE SUIS JEANNE-MARIE... WHO IS AURORA... WHO IS JEANNE-MARIE!
Oh, WALTER-- THE MADNESS IS GONE-- FOR THE FIRST TIME SINCE I WAS UNE PETITE JEUNE FILLE...
...I FEEL... WHOLE!
ES-TU, MON COEUR?
I...
...FEEL...
...GREAT!
COULD SUCH A WONDROUS TALENT AID NARYA-- SNOWBIRD?!!
SHE DIDN'T COME WITH US! WHY DIDN'T I NOTICE, HOW COULD I HAVE BEEN SO CARELESS--?!
JEANNE-MARIE...?
YO, BABE-- WHAT GOES UP'S SUPPOSED TO COME DOWN!
EVER SINCE WE ARRIVED, I'VE FELT DAZED-- AND A FRACTION OUT OF FOCUS-- AS IF MY SPIRIT HAD WANDERED AWAY FROM MY BODY-- WHY IS THAT?!
AND-- WILL IT GET WORSE?!?
MY FRIENDS-- SOMETHING HAS HAPPENED TO SNOWBIRD! SHE MUST STILL BE IN THE PLANE!


MY AGE MUST BE CATCHING UP WITH ME--
--TO HAVE FAILED NARYA SO...
...AS BOTH PHYSICIAN AND FRIEND!
THE AIRCRAFT IS EMPTY, SHAMAN.
THERE'S NO SIGN OF SNOWBIRD ANYWHERE NEAR IT.
I'LL FIND HER.
I'M A PATHFINDER, WOLVERINE, AND BOYD WILSON HAS DOMINION OVER THE ANIMAL KINGDOM. HE CAN USE LOCAL ANIMALS FOR OUR SCOUTS.
WE'D LIKE TO COME ALONG.
AFTER ALL, IT'S BECAUSE OF US YOU PEOPLE CAME UP HERE. WE FEEL RESPONSIBLE. AND THREE OF US CAN COVER A LOT MORE GROUND A LOT FASTER THAN A LONER.
SUIT YOURSELF, RODRIGUEZ.
NARYA'S SCENT IS ALMOST NON-EXISTENT, AS IF SHE WAS DELIBERATELY MASKING HER TRAIL. SHE DOESN'T WANT US TO FIND HER--
--WHAT GIVES?!
MEANWHILE, WITHIN THE CITADEL...
FASCINATING! EACH MEMBER OF MADELYNE'S PARTY HAS BEEN RAISED TO THEIR ULTIMATE HUMAN POTENTIAL.
THEY HAVE BECOME TRUE HOMO SAPIENS SUPERIOR.
CARLA BALLINGER'S OUR CORNUCOPIA. YOU'VE HER TO THANK FOR THIS FEAST.
YOU POOR DEARS MUST BE FAMISHED AFTER SUCH A LONG FLIGHT-- PLEASE, DIG IN, EAT YOUR FILL, THERE'S PLENTY FOR EVERYONE!

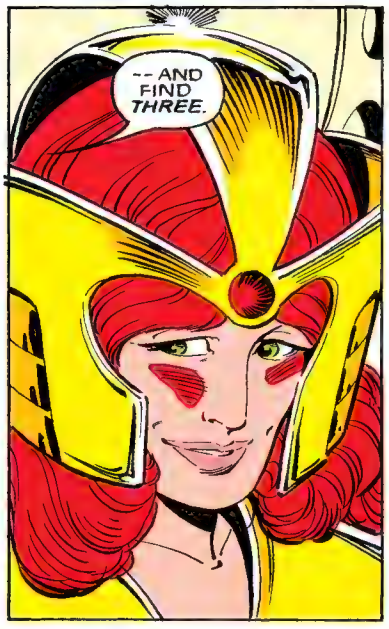

OOPS-- WAIT A MOMENT, YOUNGSTERS!
I DON'T SERVE *RAGAMUFFINS* AT MY TABLE...
... ESPECIALLY WHEN MY TALENT EXTENDS TO PROVIDING *CLOTHES*, AS WELL AS FOOD.
CUTE OUTFIT, PETER. IT SUITS YOU.
I WONDER, COULD MISS BALLINGER CONJURE UP ENOUGH TO SINGLE-HANDEDLY END FAMINE AND WANT?! WOULDN'T THAT BE SOME-THING?!
DA, KITTY.
IT WOULD.
THAT IS A DREAM WORTH DYING FOR.
'SCUSE ME, MADELYNE-- LOOK, Y'ALL KNOW AH GOT NO CONTROL OVER MY POWER. AH DUNNO IF THAT QUALIFIES AS A SICKNESS OR ANYTHING...
IT COSTS NOTHING TO TRY, ROGUE.

AIN'T NEVER BEEN SO NERVOUS.
AH DUNNO WHICH'D BE WORSE--
--SUCCESS OR FAILURE.
AH DON'T FEEL ANY DIFFERENT.
YOU NEED A GUINEA PIG, ROGUE. I VOLUNTEER.
JEAN-PAUL'S SCARED STIFF. HE HATES THE IDEA OF MAKING HIMSELF SO OPEN AND VULNERABLE...
... BUT THAT AIN'T STOPPING HIM.
THE BOY'S GOT GUTS.
NOTHING'S HAPPENING!
AH'M TOUCHING HIM--
--AN' NOTHING'S HAPPENING !!

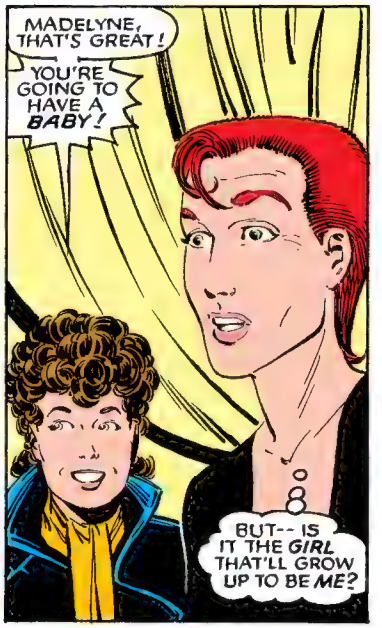

THIS IS ALL VERY IMPRESSIVE.
BUT YOU STILL SUSPECT IT'S TOO GOOD TO BE TRUE, YES, PROFESSOR ?
WHAT IS THE GENESIS OF THESE VARIOUS ABILITIES?
THAT ANSWER'S EASY-- WE'LL SHOW IT TO YOU AFTER DINNER. BUT AS TO WHERE IT CAME FROM, YOUR GUESS IS AS GOOD AS OURS.
THE POWER ISN'T EVIL, SIR, OR HOSTILE. BUT IF YOU WANT PROOF, YOU'RE WELCOME TO PROBE MY MIND.
AND MADELYNE'S, AS WELL.


THANK YOU, LAD.
THERE'S NO HINT OF OUTSIDE INFLUENCE OR CONTROL.
THEIR THOUGHTS ARE WHOLLY THEIR OWN. AND SO FAR AS THEY KNOW, ALL THEY'VE TOLD US IS THE TRUTH.
THE QUESTION REMAINS, UNFORTUNATELY...
...HOW MUCH DO THEY KNOW?
?!?

IS SOMETHING WRONG, PROFESSOR? YOU LOOK SURPRISED!
SMALL WONDER, CYCLOPS, WHEN I SCAN FOR TWO MINDS--

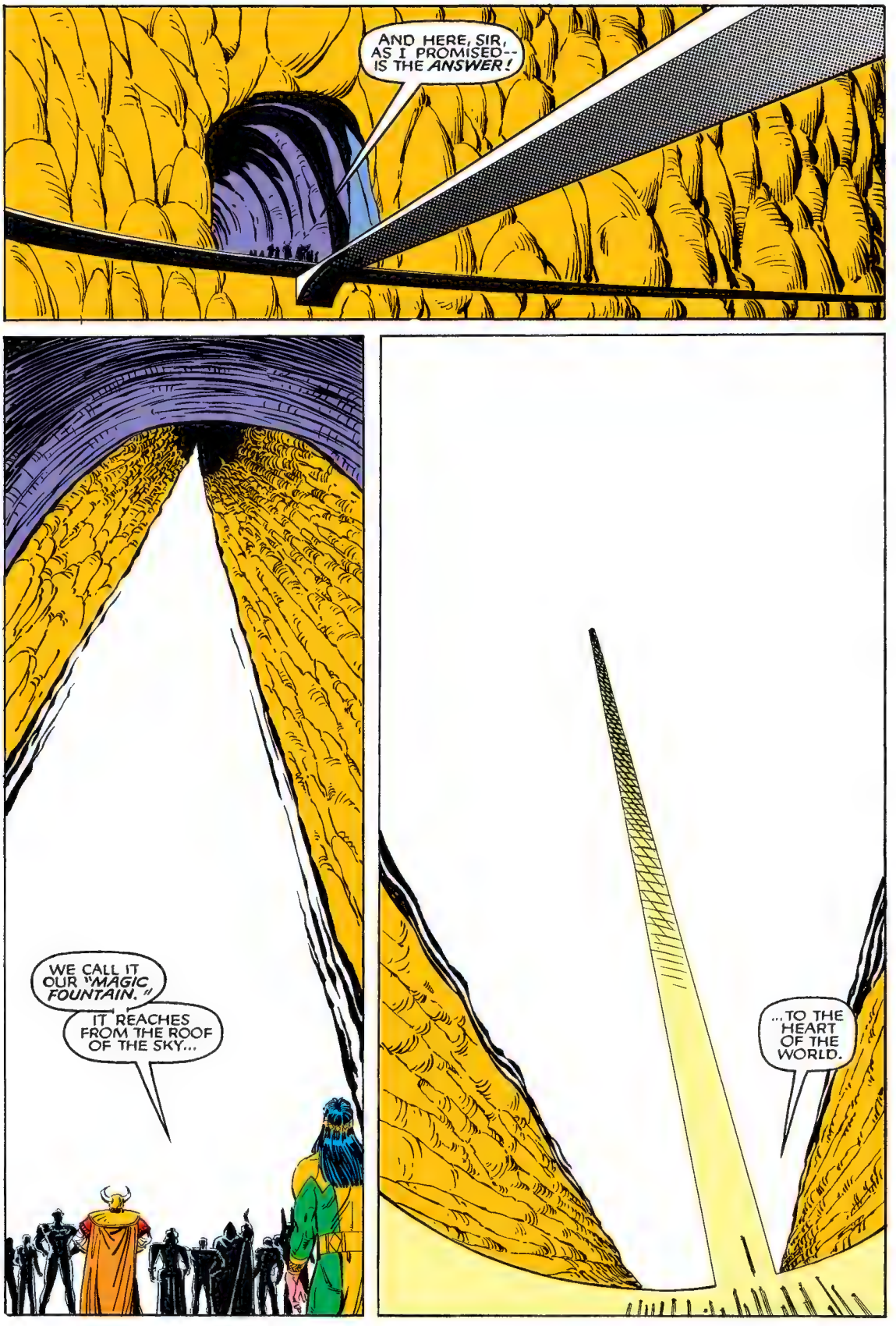

-- AND FIND THREE.

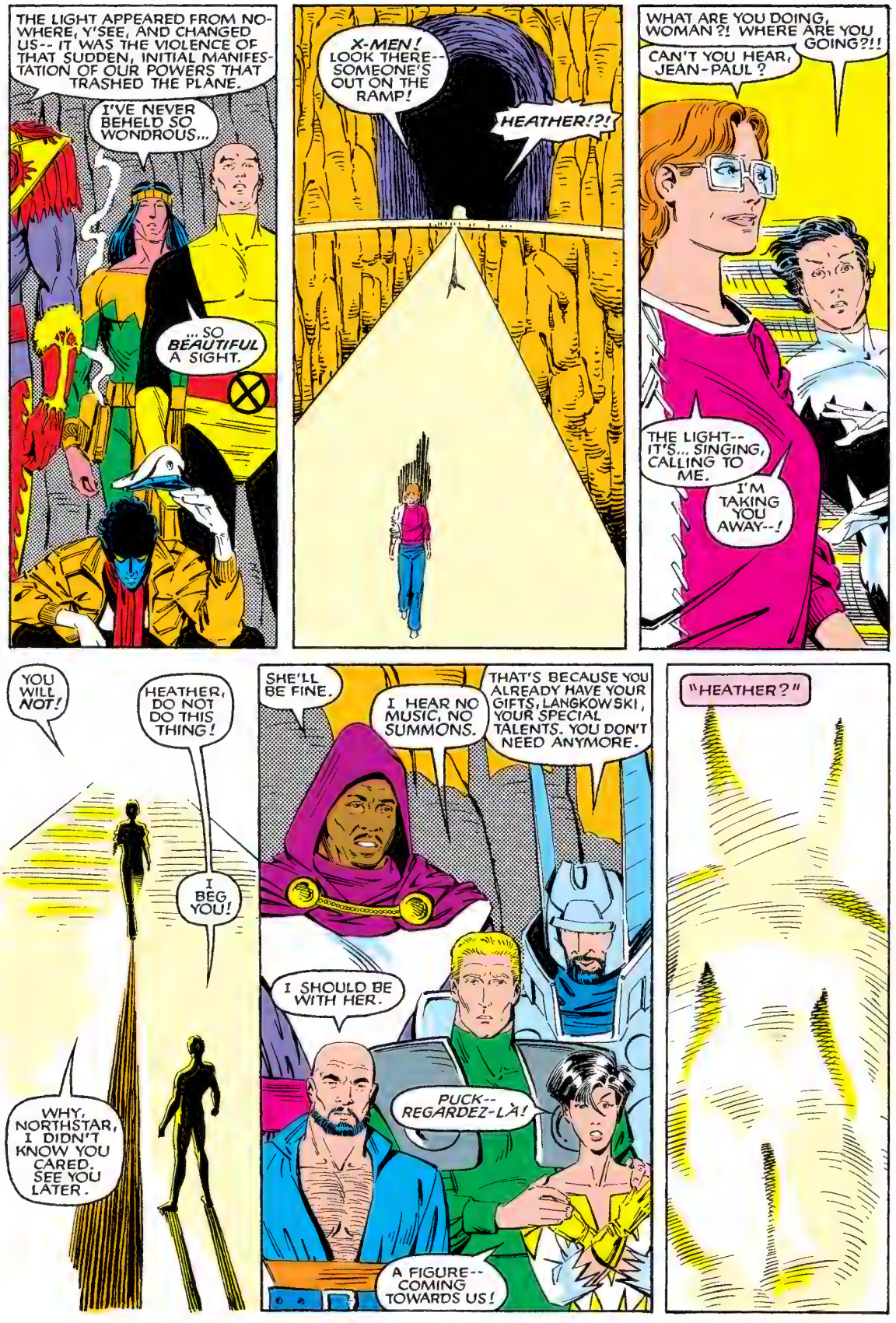
WHAT ARE YOU TALKING ABOUT?! WHAT'S...
...GOING...
...ON?!?

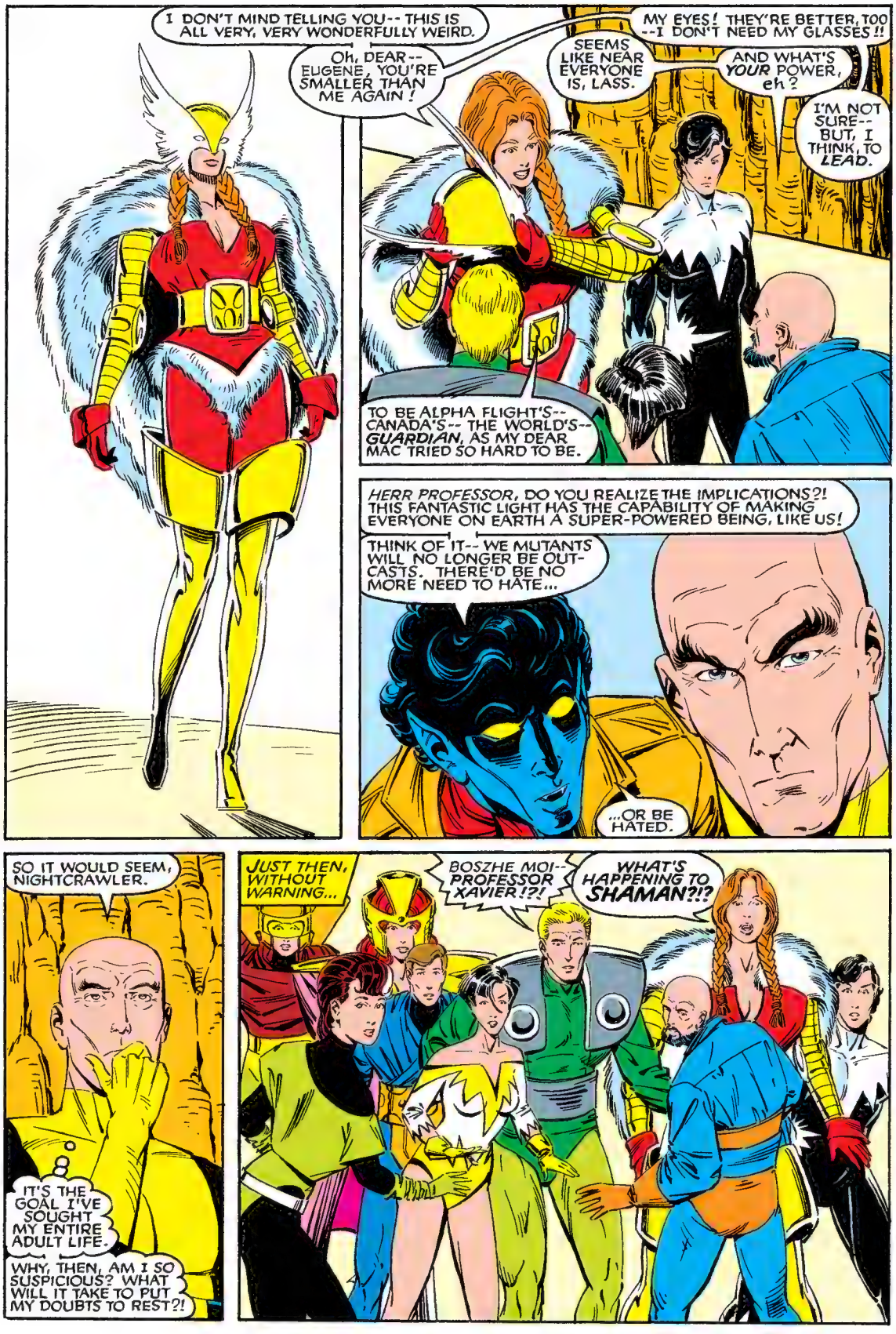

MADELYNE, THAT'S GREAT!
YOU'RE GOING TO HAVE A BABY!
BUT-- IS IT THE GIRL THAT'LL GROW UP TO BE ME?

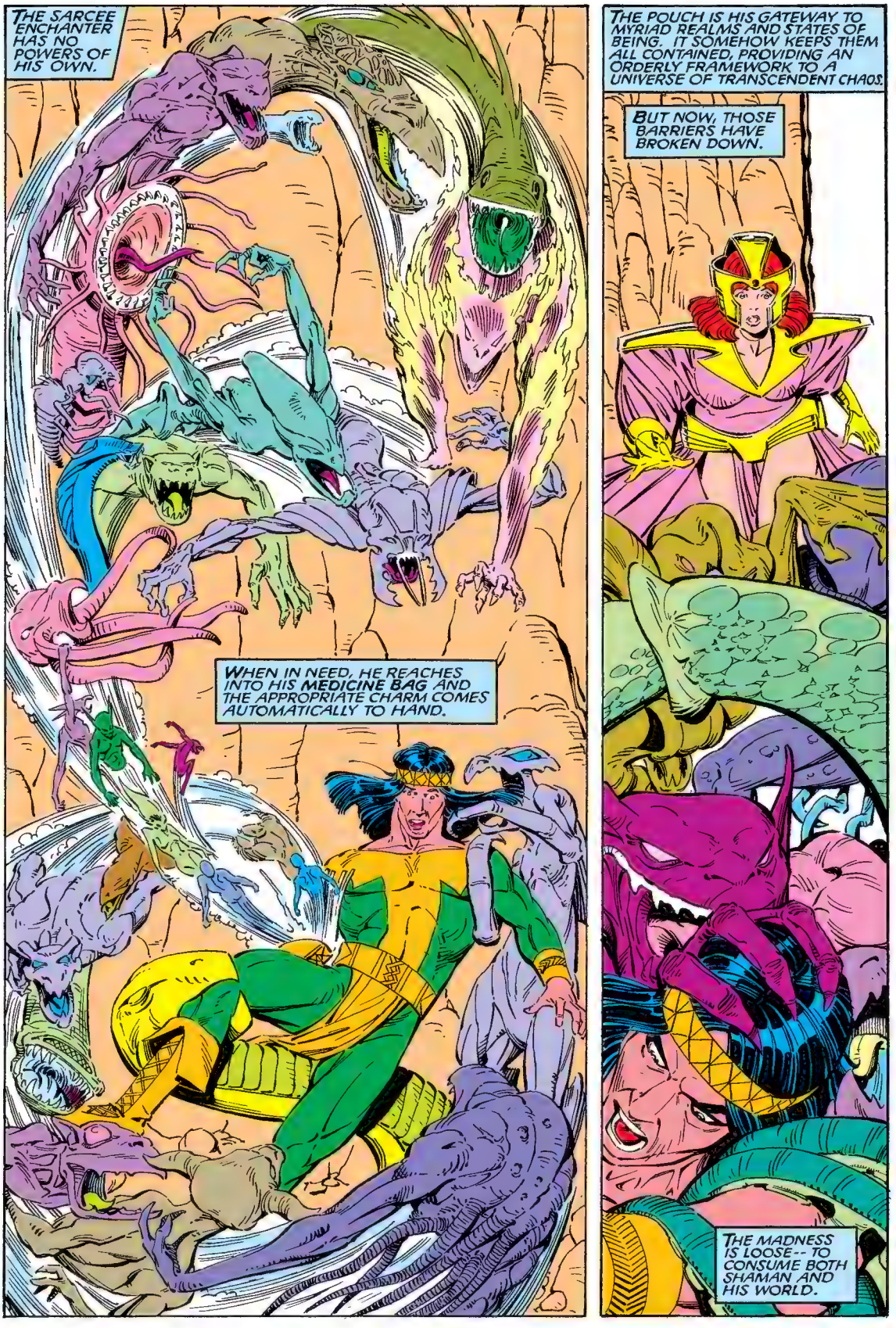
WHY DIDN'T YOU TELL ME?!
I WASN'T SURE, UNTIL MY TRANSFORMATION TO ANODYNE.
AND THEN, I DECIDED TO WAIT UNTIL MY HEALING POWERS MADE CERTAIN HE WASN'T AFFECTED BY IT.
CONGRATULATIONS, HERO-- YOUR SON'S GOING TO BE PERFECT!
"SON."
A BOY!
BUT I WAS FIRST-BORN-- AN ONLY CHILD!
THIS MEANS, WHATEVER HAPPENS, I'LL NEVER BE!
IN THIS TIMELINE-- THIS ERA, THIS REALITY-- RACHEL SUMMERS WILL NEVER, CAN NEVER, EXIST!
RACHEL--!?!
WHAT THE--?!?

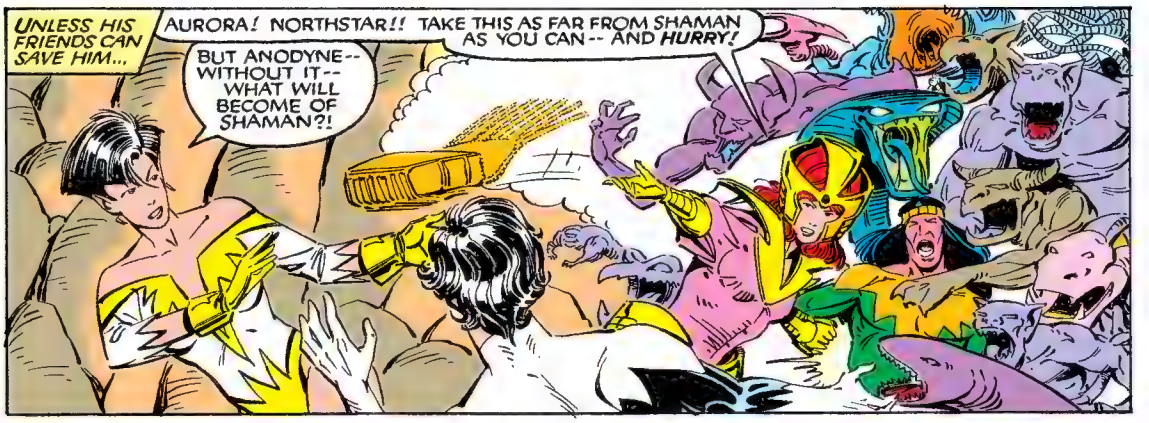
SHADOWCAT--FOLLOW HER!
ON MY WAY, PROFESSOR!
I CAN GUESS WHY RAY'S SO UPSET.
I WISH I KNEW HOW TO HELP HER.
TALISMAN, GO WITH SHADOWCAT.
WHY, DAD? WHAT'S IT TO DO WITH US?
FIRSTLY, ELIZABETH, WHATEVER YOU THINK OF THE X-MEN, THEY ARE OUR TEAMMATES. AND WE ALPHANS LOOK AFTER OUR OWN.
MORE IMPORTANTLY, WE STILL KNOW TOO LITTLE ABOUT THIS PLACE. DESPITE CYCLOPS' ASSURANCES, I AM FAR FROM SATISFIED.
THIS IS A SPLENDID OPPORTUNITY TO LEARN.
I'M GONE, POP!
AND I DON'T REALLY MIND MUCH. AS AN ARCHEOLOGIST, I'VE BEEN HOPING FOR A CHANCE TO DO SOME EXPLORING.
YOU NEEDN'T WORRY, PROFESSOR.
I BUILT THIS CITADEL. IT'S PERFECTLY SAFE. THERE'S NOTHING IN IT THAT CAN HURT ANYONE.
YOU SEE, PROFESSOR--CARLA CAN FEED THE WORLD, PAUL HOUSE IT... THERE'S NO LIMIT TO THE GOOD WE CAN DO.
AND YOUR GIFT, Mr. ROSS?
I'M SORT OF A LIVING LIBRARY. THROUGH ME, THE KNOWLEDGE OF THE AGES--EVERY BOOK EVER WRITTEN, EVERY STORY EVER TOLD --IS YOURS FOR THE ASKING.
AT THE MOMENT, I'VE BUT A SINGLE QUESTION...

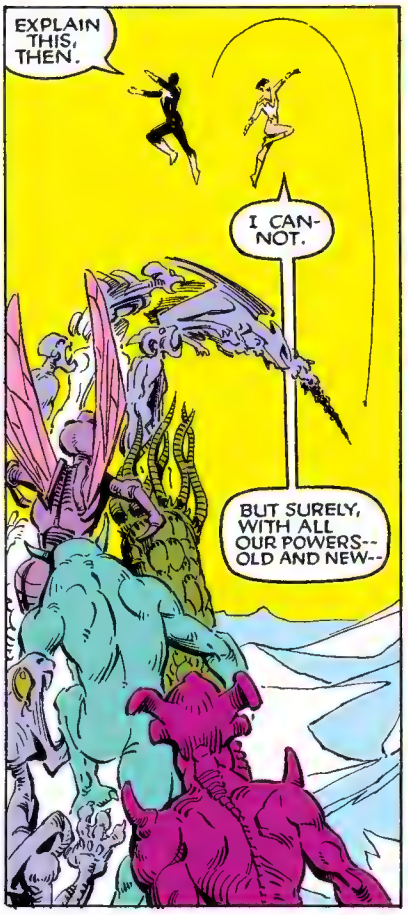

AND HERE, SIR, AS I PROMISED-- IS THE ANSWER!
WE CALL IT OUR "MAGIC FOUNTAIN."
IT REACHES FROM THE ROOF OF THE SKY...
...TO THE HEART OF THE WORLD.

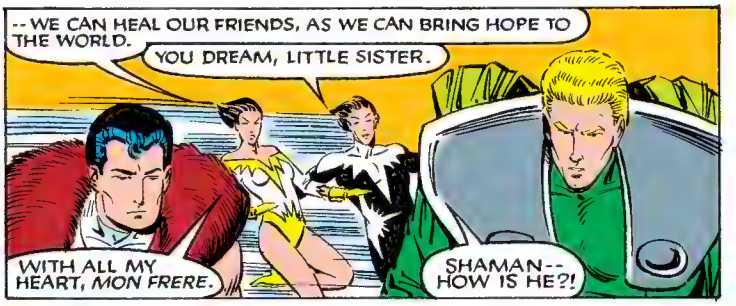

THE LIGHT APPEARED FROM NOWHERE, Y'SEE, AND CHANGED US-- IT WAS THE VIOLENCE OF THAT SUDDEN, INITIAL MANIFESTATION OF OUR POWERS THAT TRASHED THE PLANE.
I'VE NEVER BEHELD SO WONDROUS...
...SO BEAUTIFUL A SIGHT.
X-MEN! LOOK THERE-- SOMEONE'S OUT ON THE RAMP!
HEATHER!?!
WHAT ARE YOU DOING, WOMAN?! WHERE ARE YOU GOING?!!
CAN'T YOU HEAR, JEAN-PAUL?
THE LIGHT-- IT'S... SINGING, CALLING TO ME.
I'M TAKING YOU AWAY--!
YOU WILL NOT!
HEATHER, DO NOT DO THIS THING!
I BEG YOU!
WHY, NORTHSTAR, I DIDN'T KNOW YOU CARED. SEE YOU LATER.
SHE'LL BE FINE.
I HEAR NO MUSIC, NO SUMMONS.
THAT'S BECAUSE YOU ALREADY HAVE YOUR GIFTS, LANGKOWSKI, YOUR SPECIAL TALENTS. YOU DON'T NEED ANYMORE.
I SHOULD BE WITH HER.
PUCK-- REGARDEZ-LÀ!
A FIGURE-- COMING TOWARDS US!
"HEATHER?"

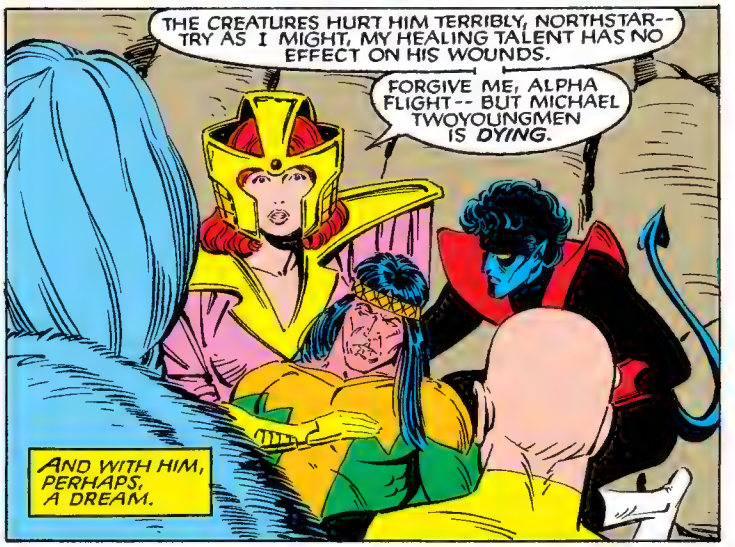

I DON'T MIND TELLING YOU-- THIS IS ALL VERY, VERY WONDERFULLY WEIRD.
Oh, DEAR-- EUGENE, YOU'RE SMALLER THAN ME AGAIN!
MY EYES! THEY'RE BETTER, TOO --I DON'T NEED MY GLASSES!!
SEEMS LIKE NEAR EVERYONE IS, LASS.
AND WHAT'S YOUR POWER, eh?
I'M NOT SURE-- BUT, I THINK, TO LEAD.
TO BE ALPHA FLIGHT'S-- CANADA'S-- THE WORLD'S-- GUARDIAN, AS MY DEAR MAC TRIED SO HARD TO BE.
HERR PROFESSOR, DO YOU REALIZE THE IMPLICATIONS?! THIS FANTASTIC LIGHT HAS THE CAPABILITY OF MAKING EVERYONE ON EARTH A SUPER-POWERED BEING, LIKE US!
THINK OF IT-- WE MUTANTS WILL NO LONGER BE OUT-CASTS. THERE'D BE NO MORE NEED TO HATE...
...OR BE HATED.
SO IT WOULD SEEM, NIGHTCRAWLER.
IT'S THE GOAL I'VE SOUGHT MY ENTIRE ADULT LIFE.
WHY, THEN, AM I SO SUSPICIOUS? WHAT WILL IT TAKE TO PUT MY DOUBTS TO REST?!
JUST THEN, WITHOUT WARNING...
BOSZHE MOI-- PROFESSOR XAVIER!?!
WHAT'S HAPPENING TO SHAMAN?!?


THE SARCEE ENCHANTER HAS NO POWERS OF HIS OWN.
WHEN IN NEED, HE REACHES INTO HIS MEDICINE BAG AND THE APPROPRIATE CHARM COMES AUTOMATICALLY TO HAND.
THE POUCH IS HIS GATEWAY TO MYRIAD REALMS AND STATES OF BEING. IT SOMEHOW KEEPS THEM ALL CONTAINED, PROVIDING AN ORDERLY FRAMEWORK TO A UNIVERSE OF TRANSCENDENT CHAOS.
BUT NOW, THOSE BARRIERS HAVE BROKEN DOWN.
THE MADNESS IS LOOSE-- TO CONSUME BOTH SHAMAN AND HIS WORLD.









TO BE CONCLUDED IN **X-MEN** and **ALPHA FLIGHT #2**, ON SALE NEXT MONTH!

MARVEL®

©1995 MARVEL COMICS GROUP

TM

$1.50
2
JAN
02572

APPROVED BY THE COMICS CODE AUTHORITY

#2 IN A TWO-ISSUE LIMITED SERIES

X-MEN® AND ALPHA FLIGHT®

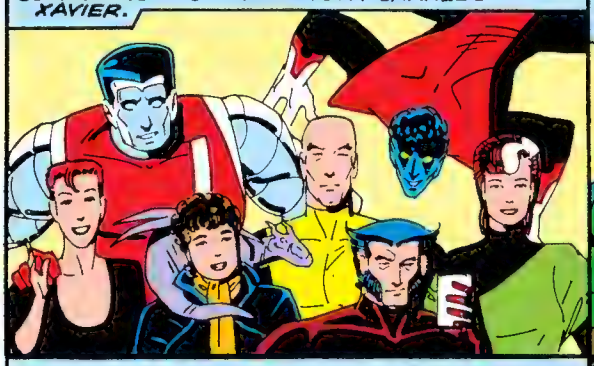
THE FIGHT OF THE CENTURY!

THE LORD OF LIES IS GOING TO SAVE THE WORLD--

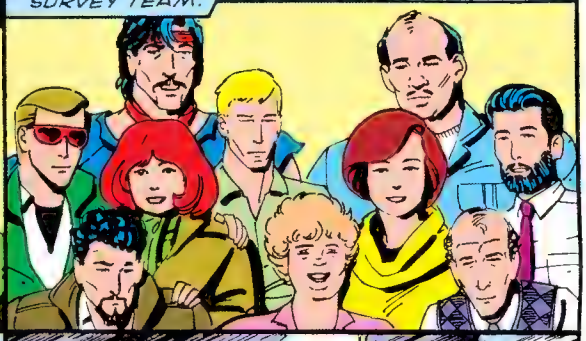
--IF HE HAS TO KILL THE X-MEN AND ALPHA FLIGHT TO DO IT!

WHAT HAS GONE BEFORE...

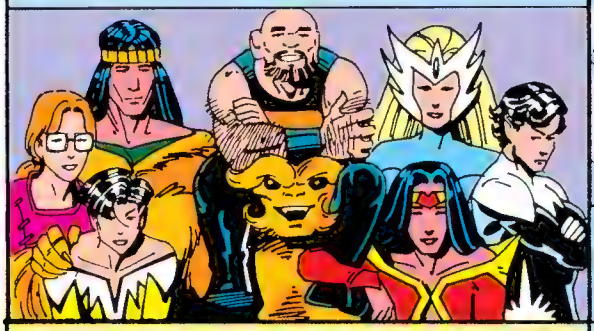
THESE ARE THE **UNCANNY X-MEN,** A GROUP OF MUTANTS GATHERED TOGETHER INTO A TEAM OF SUPERHEROES BY **PROFESSOR CHARLES XAVIER.**

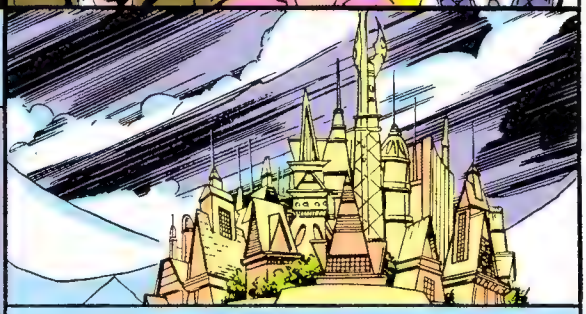


THEY HAVE COME TO CANADA IN RESPONSE TO A PSYCHIC DISTRESS CALL FROM THEIR FORMER LEADER, **CYCLOPS,** WHO DISAPPEARED -- ALONG WITH HIS WIFE, **MADELYNE,** AND AN ECOLOGICAL SURVEY TEAM.

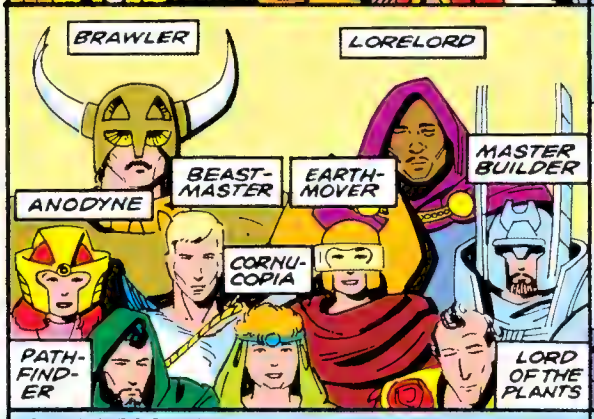


THIS IS **ALPHA FLIGHT** -- CANADA'S PREMIERE BAND OF SUPER HEROES. THEIR INVOLVEMENT BEGAN WHEN ONE OF THEIR NUMBER, **SNOWBIRD,** WAS STRUCK DOWN BY A MYSTERIOUS PSYCHOLOGICAL DEGENERATION.

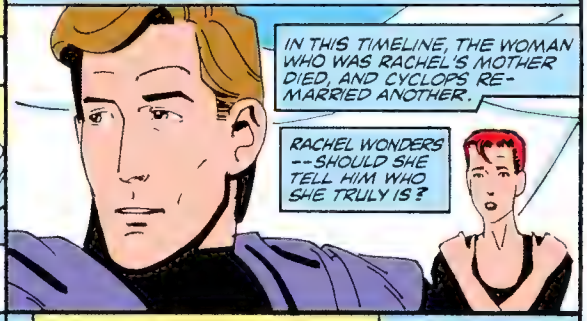




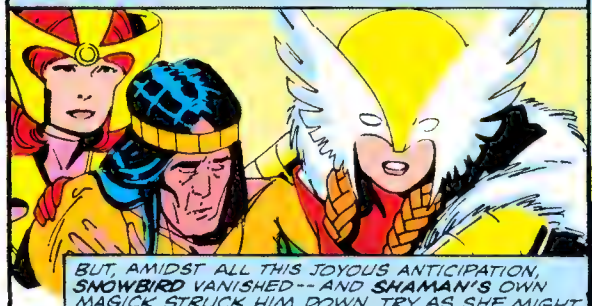
NEXT THE TWO TEAMS DISCOVERED A MAGNIFICENT CITY THAT HAD BEEN RAISED FROM NOTHING LITERALLY OVERNIGHT. WITHIN, THEY CAME UPON THE MISSING FLIERS, ALL OF WHOM HAD BEEN MIRACULOUSLY TRANSFORMED INTO SOMETHING MORE -- AND BETTER -- THAN HUMAN.



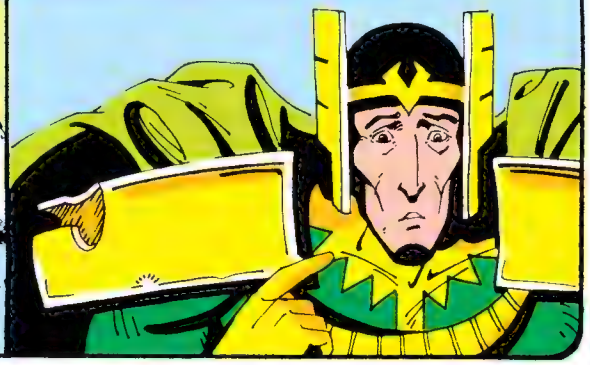
BUT WHAT CYCLOPS DOESN'T KNOW IS THAT AMONG THE X-MEN, IS **RACHEL SUMMERS,** HIS DAUGHTER FROM ANOTHER TIMELINE, A FUTURE ERA WHEREIN HE AND THE X-MEN WERE RUTHLESSLY, MERCILESSLY EXTERMINATED.


IN THIS TIMELINE, THE WOMAN WHO WAS RACHEL'S MOTHER DIED, AND CYCLOPS RE-MARRIED ANOTHER.
RACHEL WONDERS -- SHOULD SHE TELL HIM WHO SHE TRULY IS?

SOON, **HEATHER HUDSON** WAS TRANSFORMED INTO **GUARDIAN,** AND THOSE WITH PHYSICAL OR MENTAL AFFLICTIONS WERE MADE WHOLE BY ANODYNE'S HEALING FLAMES. EVERYONE REALIZED THAT THE ENTIRE WORLD COULD BE MADE OVER IN THIS IMAGE -- THEREBY CURING ALL THE ILLS THAT HAVE PLAGUED HUMANITY THROUGHOUT THE AGES.



LASTLY, WE INTRODUCE **LOKI** -- PRINCE OF ASGARD, ADOPTED SON OF ODIN, GOD OF LIES, DECEIT, TRICKERY AND TREACHERY. ALL THIS IS HIS FAULT.



BUT, AMIDST ALL THIS JOYOUS ANTICIPATION, **SNOWBIRD** VANISHED -- AND **SHAMAN'S** OWN MAGICK STRUCK HIM DOWN. TRY AS SHE MIGHT, ANODYNE COULD NOT CURE HIM. FOR SOME, IT SEEMED, THIS DREAM WAS FAST BECOMING A NIGHTMARE.

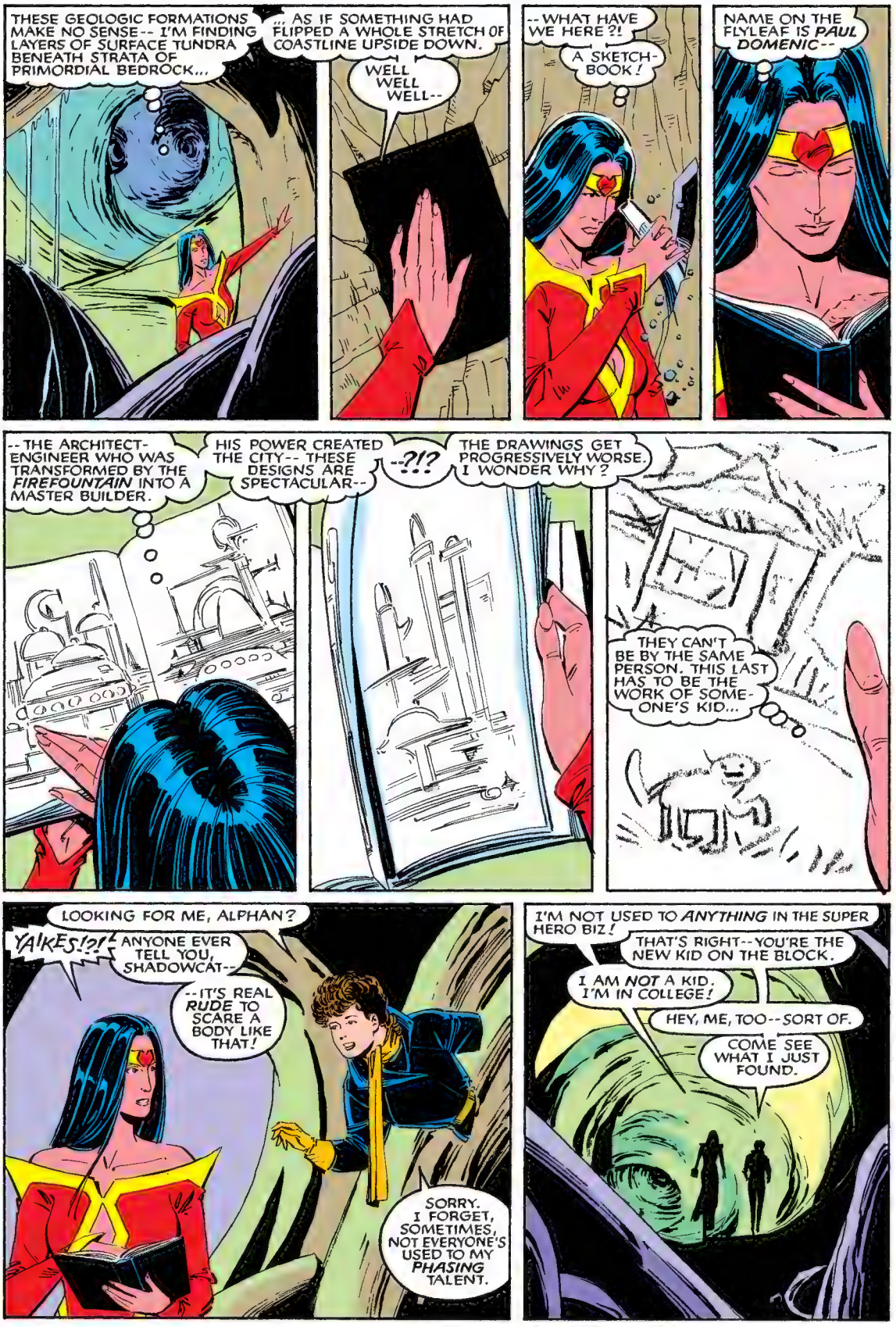
The Gift

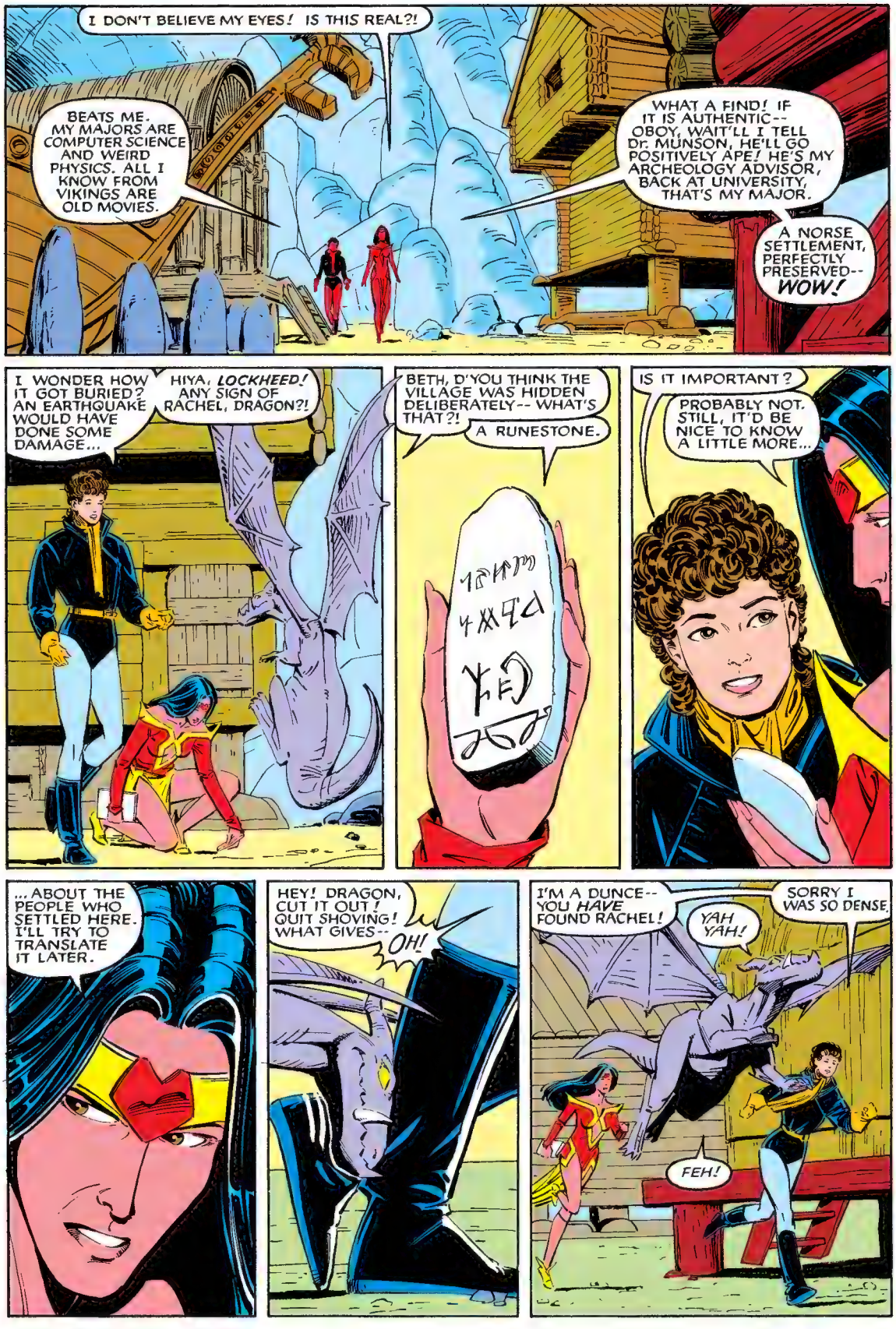
Part II

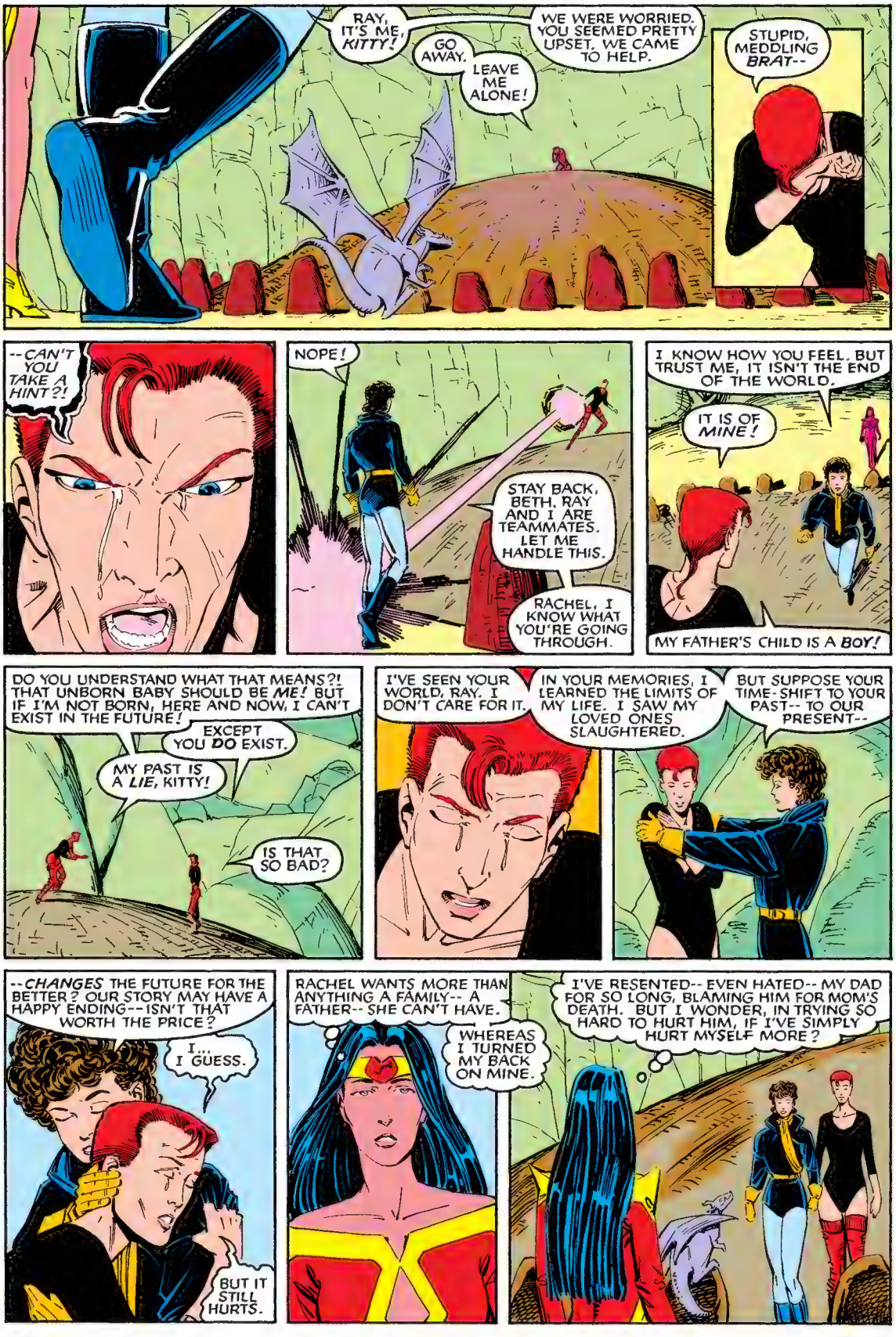
by CHRIS CLAREMONT, WRITER
PAUL SMITH, PENCILS • BOB WIACEK & FRIENDS, INKERS
TOM ORZECHOWSKI, letterer • BOB SHAREN, colorist
ANN NOCENTI & DENNY O'NEIL, editors • JIM SHOOTER, editor in chief
BASED ON A PREMISE BY
JIM SHOOTER • ANN NOCENTI • DENNY O'NEIL

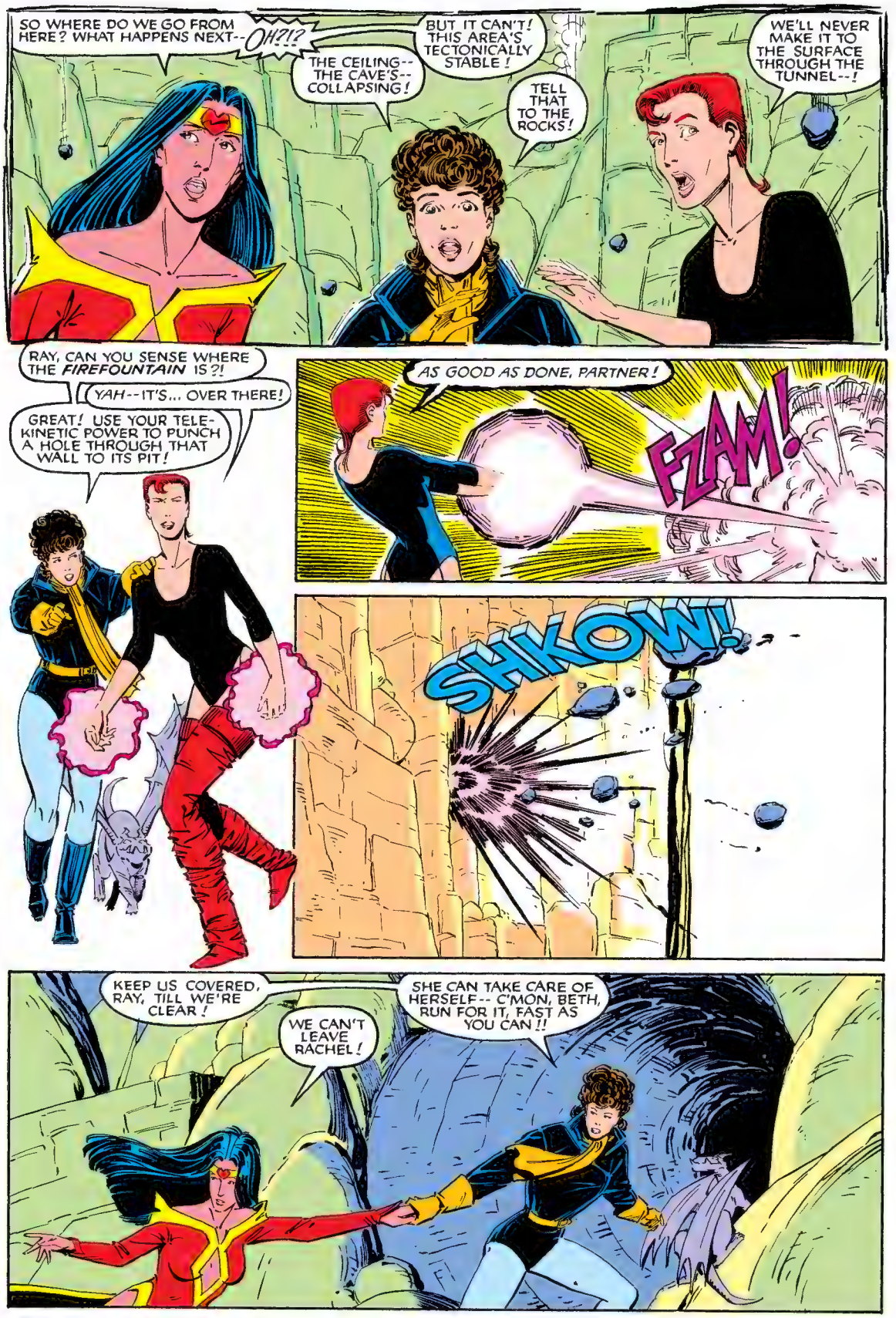
ELIZABETH TWOYOUNGMEN-- WHO, AS TALISMAN, IS THE YOUNGEST, NEWEST MEMBER OF CANADA'S OWN TEAM OF SUPER HEROES, **ALPHA FLIGHT.**

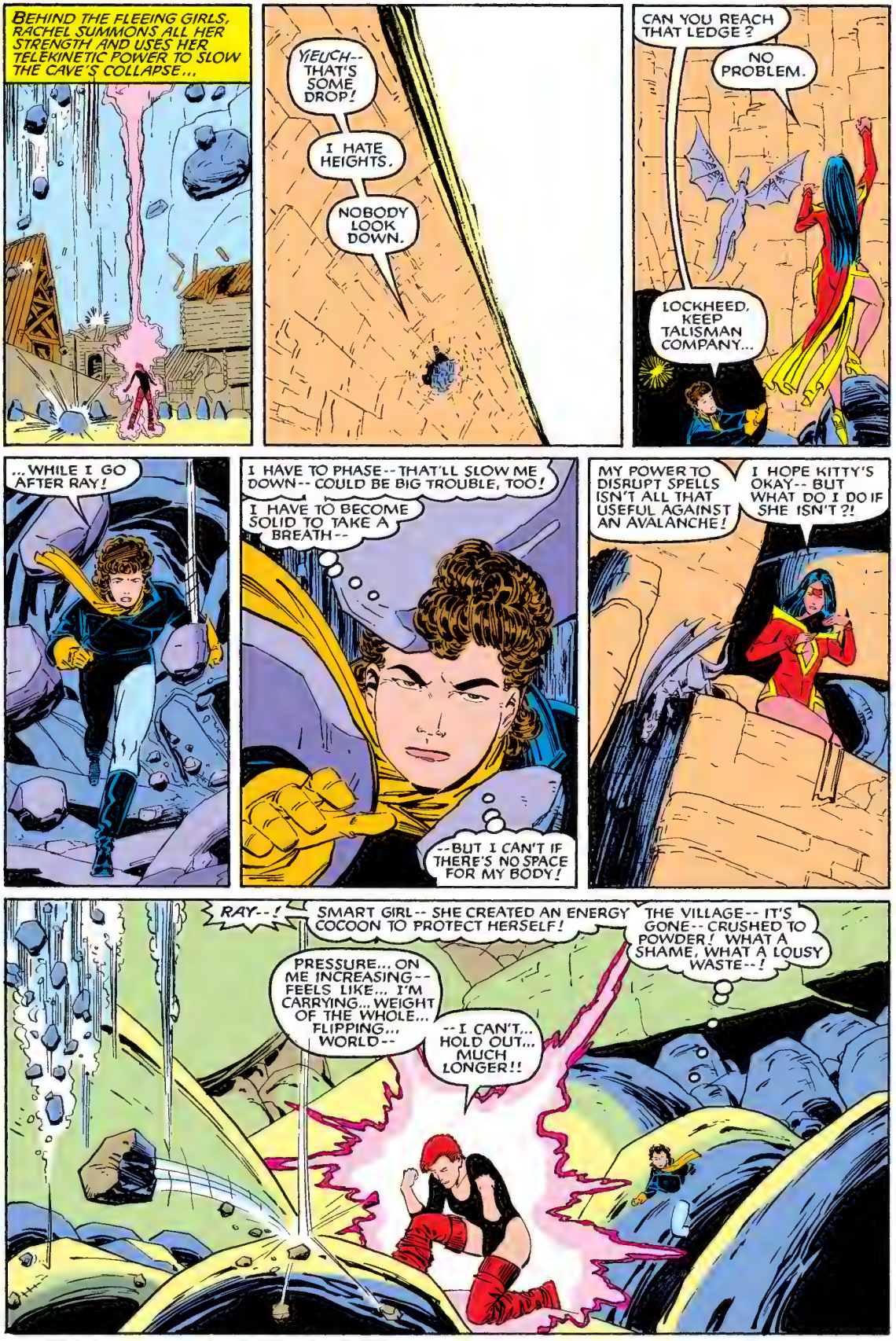
HERE, KITTY-KITTY- KITTY! COME OUT, COME OUT, X-MAN-- WHEREVER YOU ARE!
HARD TO BELIEVE THAT, YESTERDAY, THIS FANTASTIC CITY DIDN'T EXIST-- YET, IT MAY WELL BE A PREVIEW OF WHAT THE ENTIRE WORLD WILL SOON LOOK LIKE.
FEELS LIKE I'VE BEEN WANDERING THROUGH THESE CATACOMBS FOR-- EVER! I WONDER HOW DEEP UNDER-GROUND I AM?
NOTHING I LIKE BETTER THAN CHASING DOWN TWO RUNAWAY YANKEE HEROES-- ESPECIALLY WHEN ONE OF THEM'S CRAZY AS THE PROVERBIAL LOON. THE LONGER THIS TAKES, THE MORE WORRIED I GET.
GOT TO WATCH WHERE I STEP-- THIS RADIANT LICHEN CASTS ENOUGH LIGHT FOR ME TO SEE, BUT THE STUFF'S SLIPPERY AS SIN!
MOMENTS LIKE THIS, I'D GIVE ANYTHING FOR A PAIR OF JEANS AND MY HIKING BOOTS. MY COSTUME LOOKS PRETTY KEEN BUT IT AIN'T THE MOST PRACTICAL OF OUTFITS.

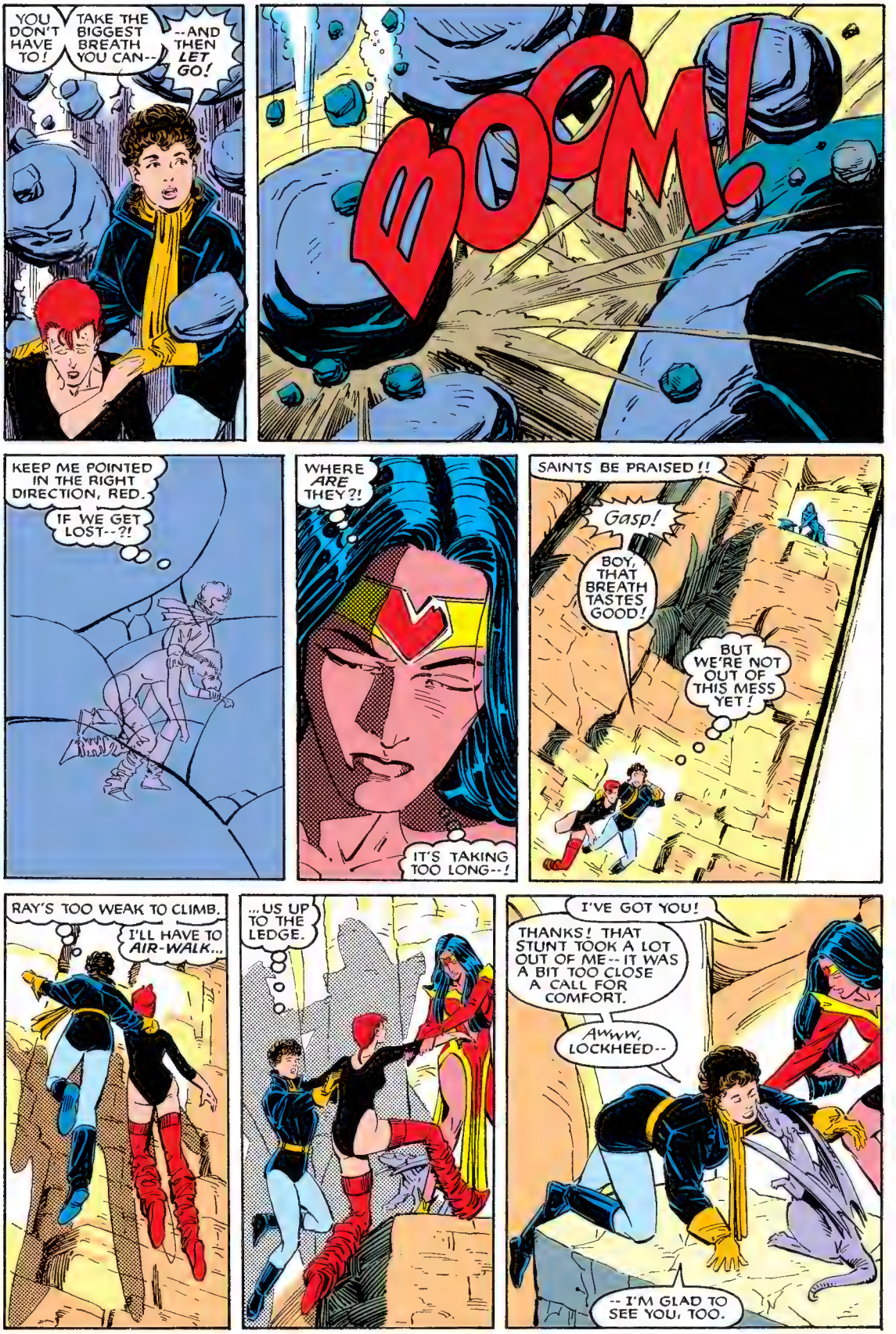

THESE GEOLOGIC FORMATIONS MAKE NO SENSE-- I'M FINDING LAYERS OF SURFACE TUNDRA BENEATH STRATA OF PRIMORDIAL BEDROCK...
... AS IF SOMETHING HAD FLIPPED A WHOLE STRETCH OF COASTLINE UPSIDE DOWN.
WELL WELL WELL--
--WHAT HAVE WE HERE?!
A SKETCH-BOOK!
NAME ON THE FLYLEAF IS PAUL DOMENIC--
--THE ARCHITECT-ENGINEER WHO WAS TRANSFORMED BY THE FIREFOUNTAIN INTO A MASTER BUILDER.
HIS POWER CREATED THE CITY-- THESE DESIGNS ARE SPECTACULAR--
--?!?
THE DRAWINGS GET PROGRESSIVELY WORSE. I WONDER WHY?
THEY CAN'T BE BY THE SAME PERSON. THIS LAST HAS TO BE THE WORK OF SOME-ONE'S KID...
LOOKING FOR ME, ALPHAN?
YAIKES!?!
ANYONE EVER TELL YOU, SHADOWCAT--
--IT'S REAL RUDE TO SCARE A BODY LIKE THAT!
SORRY. I FORGET, SOMETIMES, NOT EVERYONE'S USED TO MY PHASING TALENT.
I'M NOT USED TO ANYTHING IN THE SUPER HERO BIZ!
THAT'S RIGHT-- YOU'RE THE NEW KID ON THE BLOCK.
I AM NOT A KID. I'M IN COLLEGE!
HEY, ME, TOO-- SORT OF.
COME SEE WHAT I JUST FOUND.

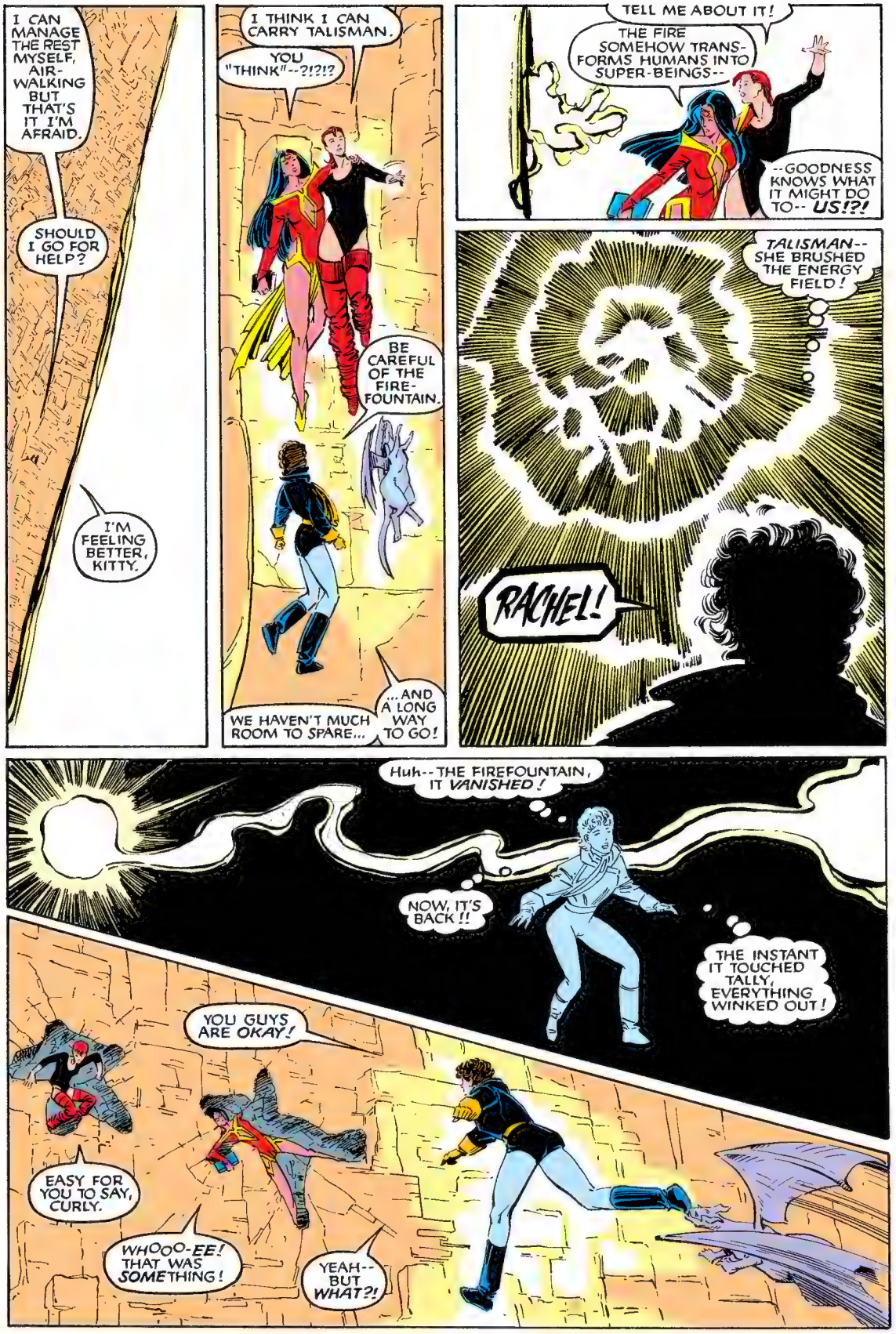

I DON'T BELIEVE MY EYES! IS THIS REAL?!
BEATS ME. MY MAJORS ARE COMPUTER SCIENCE AND WEIRD PHYSICS. ALL I KNOW FROM VIKINGS ARE OLD MOVIES.
WHAT A FIND! IF IT IS AUTHENTIC-- OBOY, WAIT'LL I TELL Dr. MUNSON, HE'LL GO POSITIVELY APE! HE'S MY ARCHEOLOGY ADVISOR, BACK AT UNIVERSITY, THAT'S MY MAJOR.
A NORSE SETTLEMENT, PERFECTLY PRESERVED-- WOW!
I WONDER HOW IT GOT BURIED? AN EARTHQUAKE WOULD HAVE DONE SOME DAMAGE...
HIYA, LOCKHEED! ANY SIGN OF RACHEL, DRAGON?!
BETH, D'YOU THINK THE VILLAGE WAS HIDDEN DELIBERATELY-- WHAT'S THAT?!
A RUNESTONE.
IS IT IMPORTANT?
PROBABLY NOT. STILL, IT'D BE NICE TO KNOW A LITTLE MORE...
...ABOUT THE PEOPLE WHO SETTLED HERE. I'LL TRY TO TRANSLATE IT LATER.
HEY! DRAGON, CUT IT OUT! QUIT SHOVING! WHAT GIVES--
OH!
I'M A DUNCE-- YOU HAVE FOUND RACHEL!
YAH, YAH!
SORRY I WAS SO DENSE.
FEH!

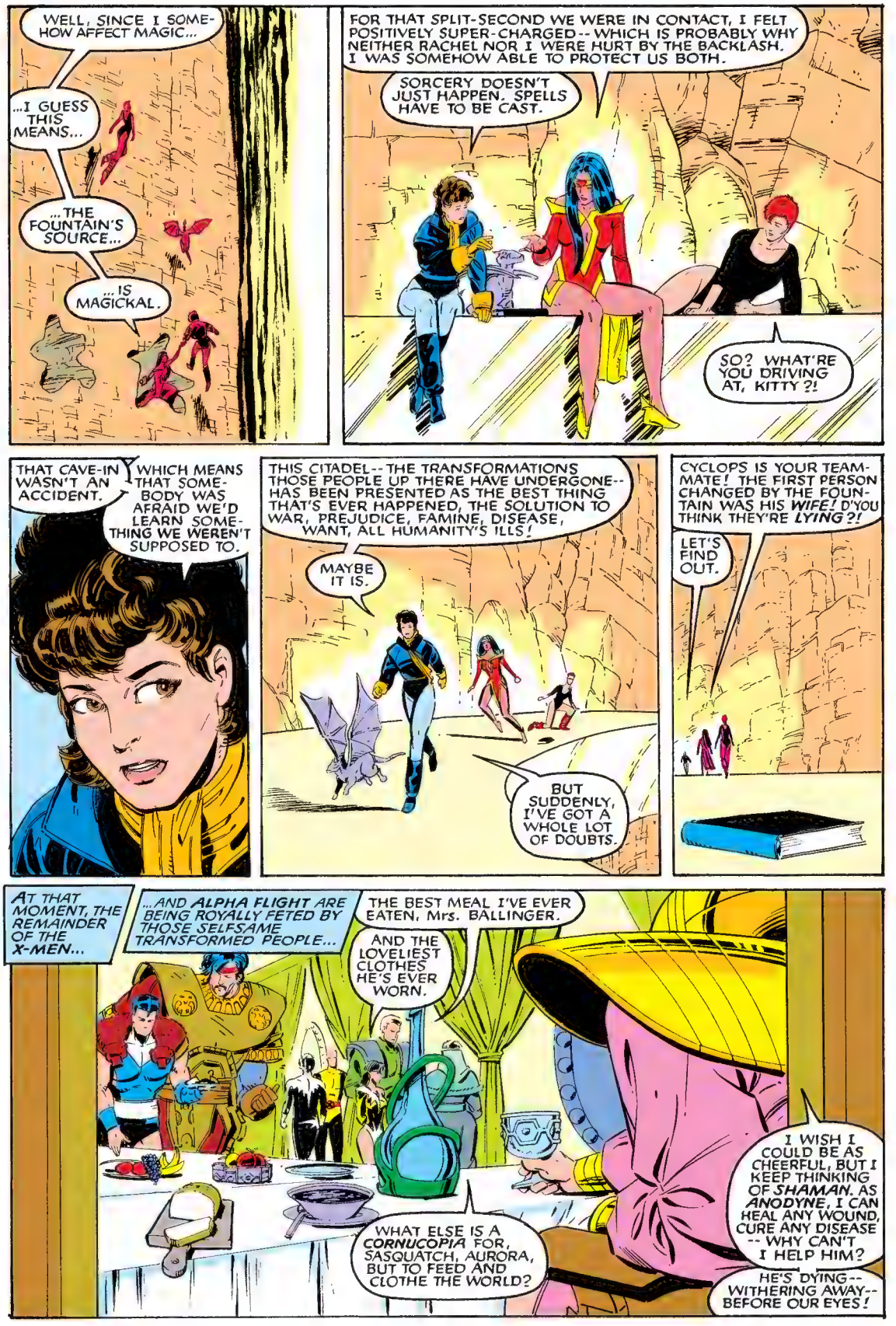

RAY, IT'S ME, KITTY!
GO AWAY.
LEAVE ME ALONE!
WE WERE WORRIED. YOU SEEMED PRETTY UPSET. WE CAME TO HELP.
STUPID, MEDDLING BRAT--
--CAN'T YOU TAKE A HINT?!
NOPE!
STAY BACK, BETH. RAY AND I ARE TEAMMATES. LET ME HANDLE THIS.
RACHEL, I KNOW WHAT YOU'RE GOING THROUGH.
I KNOW HOW YOU FEEL. BUT TRUST ME, IT ISN'T THE END OF THE WORLD.
IT IS OF MINE!
MY FATHER'S CHILD IS A BOY!
DO YOU UNDERSTAND WHAT THAT MEANS?! THAT UNBORN BABY SHOULD BE ME! BUT IF I'M NOT BORN, HERE AND NOW, I CAN'T EXIST IN THE FUTURE!
EXCEPT YOU DO EXIST.
MY PAST IS A LIE, KITTY!
IS THAT SO BAD?
I'VE SEEN YOUR WORLD, RAY. I DON'T CARE FOR IT.
IN YOUR MEMORIES, I LEARNED THE LIMITS OF MY LIFE. I SAW MY LOVED ONES SLAUGHTERED.
BUT SUPPOSE YOUR TIME-SHIFT TO YOUR PAST-- TO OUR PRESENT--
--CHANGES THE FUTURE FOR THE BETTER? OUR STORY MAY HAVE A HAPPY ENDING--ISN'T THAT WORTH THE PRICE?
I... I GUESS.
BUT IT STILL HURTS.
RACHEL WANTS MORE THAN ANYTHING A FAMILY-- A FATHER-- SHE CAN'T HAVE.
WHEREAS I TURNED MY BACK ON MINE.
I'VE RESENTED-- EVEN HATED-- MY DAD FOR SO LONG, BLAMING HIM FOR MOM'S DEATH. BUT I WONDER, IN TRYING SO HARD TO HURT HIM, IF I'VE SIMPLY HURT MYSELF MORE?


SO WHERE DO WE GO FROM HERE? WHAT HAPPENS NEXT--
OH?!?
THE CEILING-- THE CAVE'S-- COLLAPSING!
BUT IT CAN'T! THIS AREA'S TECTONICALLY STABLE!
TELL THAT TO THE ROCKS!
WE'LL NEVER MAKE IT TO THE SURFACE THROUGH THE TUNNEL--!
RAY, CAN YOU SENSE WHERE THE FIREFOUNTAIN IS?!
YAH-- IT'S... OVER THERE!
GREAT! USE YOUR TELE-KINETIC POWER TO PUNCH A HOLE THROUGH THAT WALL TO ITS PIT!
AS GOOD AS DONE, PARTNER!
FZAM!
SHKOW!
KEEP US COVERED, RAY, TILL WE'RE CLEAR!
WE CAN'T LEAVE RACHEL!
SHE CAN TAKE CARE OF HERSELF-- C'MON, BETH, RUN FOR IT, FAST AS YOU CAN!!

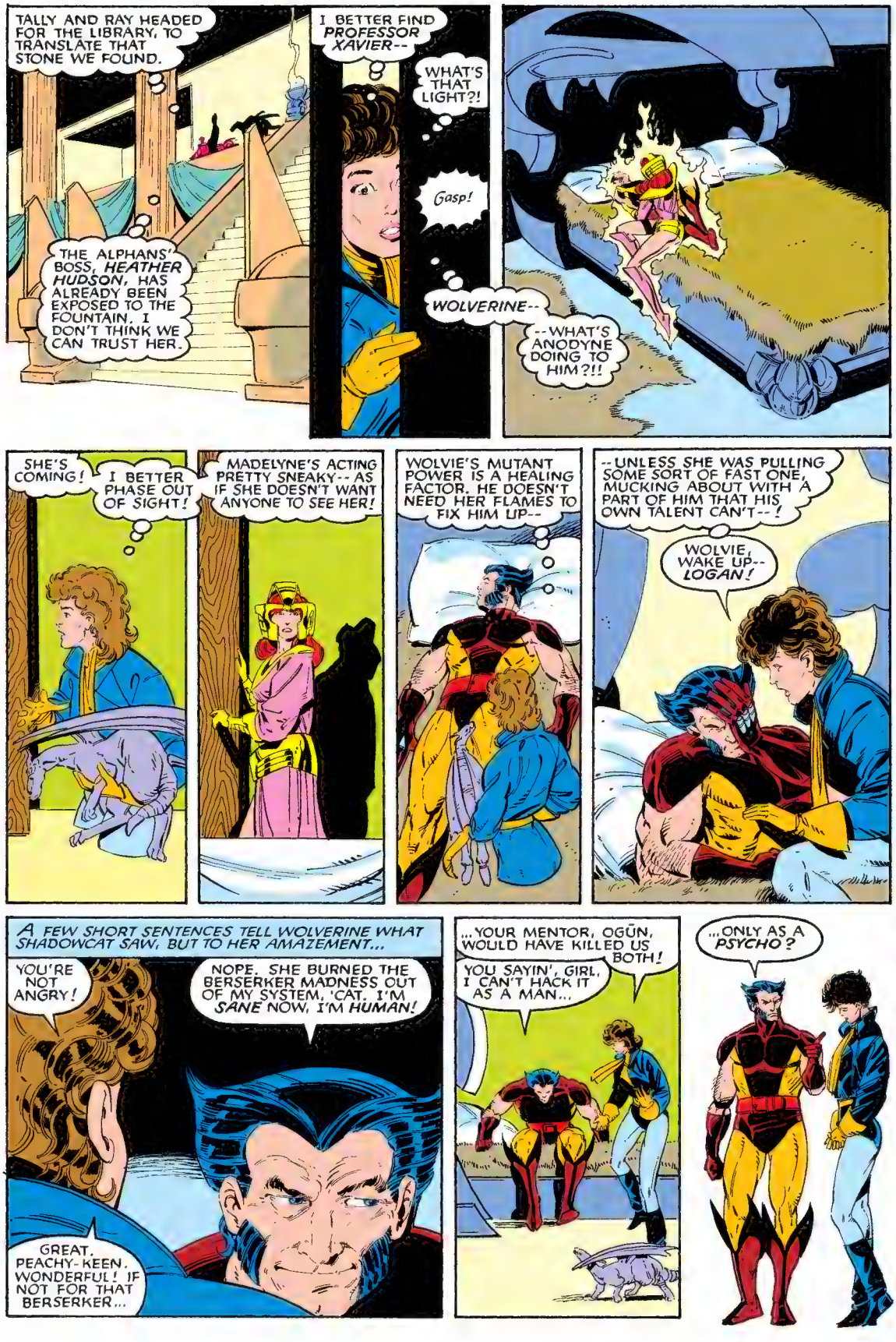

BEHIND THE FLEEING GIRLS, RACHEL SUMMONS ALL HER STRENGTH AND USES HER TELEKINETIC POWER TO SLOW THE CAVE'S COLLAPSE...
YEUCH-- THAT'S SOME DROP!
I HATE HEIGHTS.
NOBODY LOOK DOWN.
CAN YOU REACH THAT LEDGE?
NO PROBLEM.
LOCKHEED, KEEP TALISMAN COMPANY...
...WHILE I GO AFTER RAY!
I HAVE TO PHASE-- THAT'LL SLOW ME DOWN-- COULD BE BIG TROUBLE, TOO!
I HAVE TO BECOME SOLID TO TAKE A BREATH--
--BUT I CAN'T IF THERE'S NO SPACE FOR MY BODY!
MY POWER TO DISRUPT SPELLS ISN'T ALL THAT USEFUL AGAINST AN AVALANCHE!
I HOPE KITTY'S OKAY-- BUT WHAT DO I DO IF SHE ISN'T?!
RAY--!
SMART GIRL-- SHE CREATED AN ENERGY COCOON TO PROTECT HERSELF!
THE VILLAGE-- IT'S GONE-- CRUSHED TO POWDER! WHAT A SHAME, WHAT A LOUSY WASTE--!
PRESSURE... ON ME INCREASING-- FEELS LIKE... I'M CARRYING... WEIGHT OF THE WHOLE... FLIPPING... WORLD--
--I CAN'T... HOLD OUT... MUCH LONGER!!

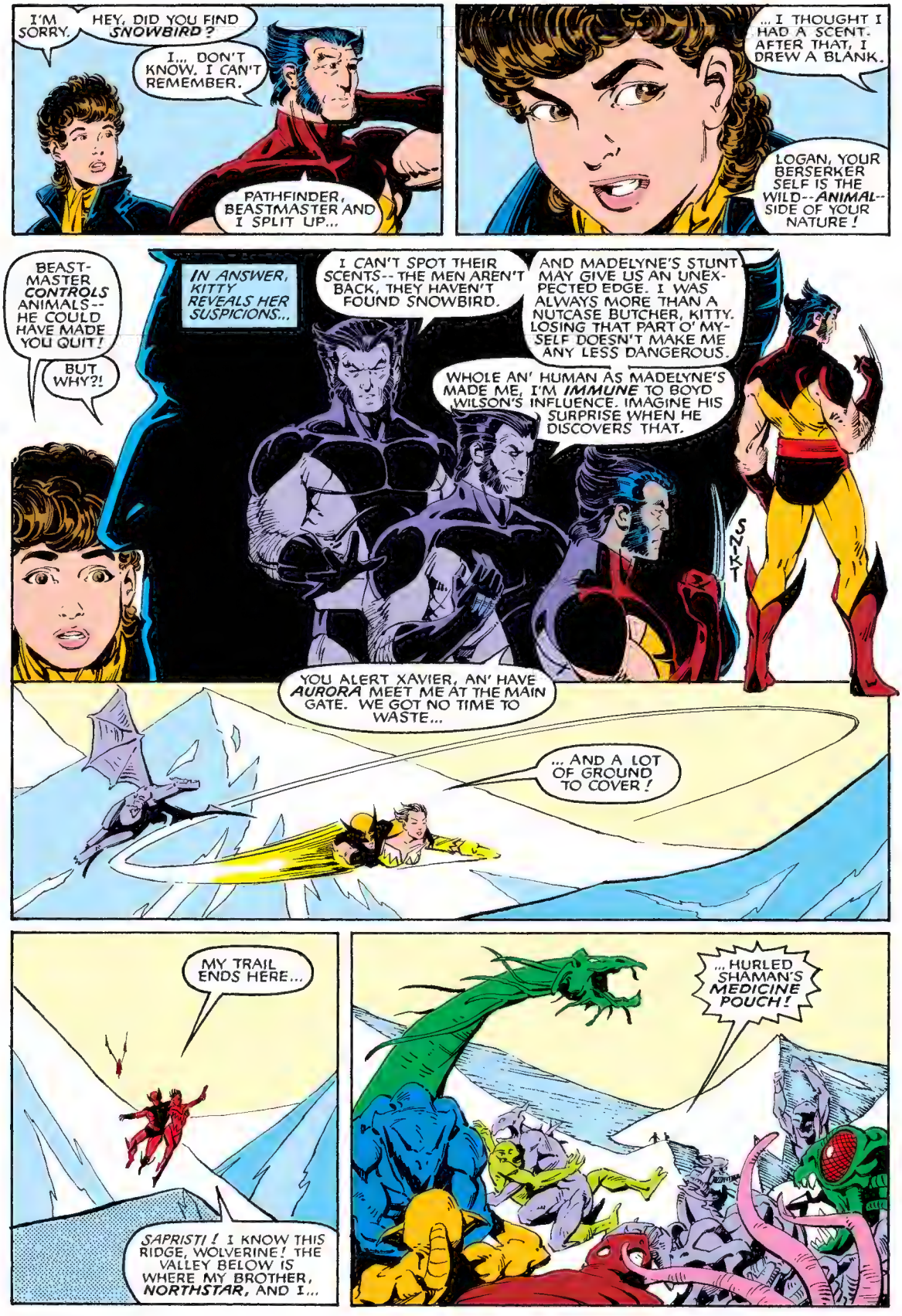

YOU DON'T HAVE TO!
TAKE THE BIGGEST BREATH YOU CAN--
--AND THEN LET GO!
BOOM!
KEEP ME POINTED IN THE RIGHT DIRECTION, RED.
IF WE GET LOST--?!
WHERE ARE THEY?!
IT'S TAKING TOO LONG--!
SAINTS BE PRAISED!!
Gasp!
BOY, THAT BREATH TASTES GOOD!
BUT WE'RE NOT OUT OF THIS MESS YET!
RAY'S TOO WEAK TO CLIMB.
I'LL HAVE TO AIR-WALK...
...US UP TO THE LEDGE.
I'VE GOT YOU!
THANKS! THAT STUNT TOOK A LOT OUT OF ME-- IT WAS A BIT TOO CLOSE A CALL FOR COMFORT.
Awww, LOCKHEED--
-- I'M GLAD TO SEE YOU, TOO.

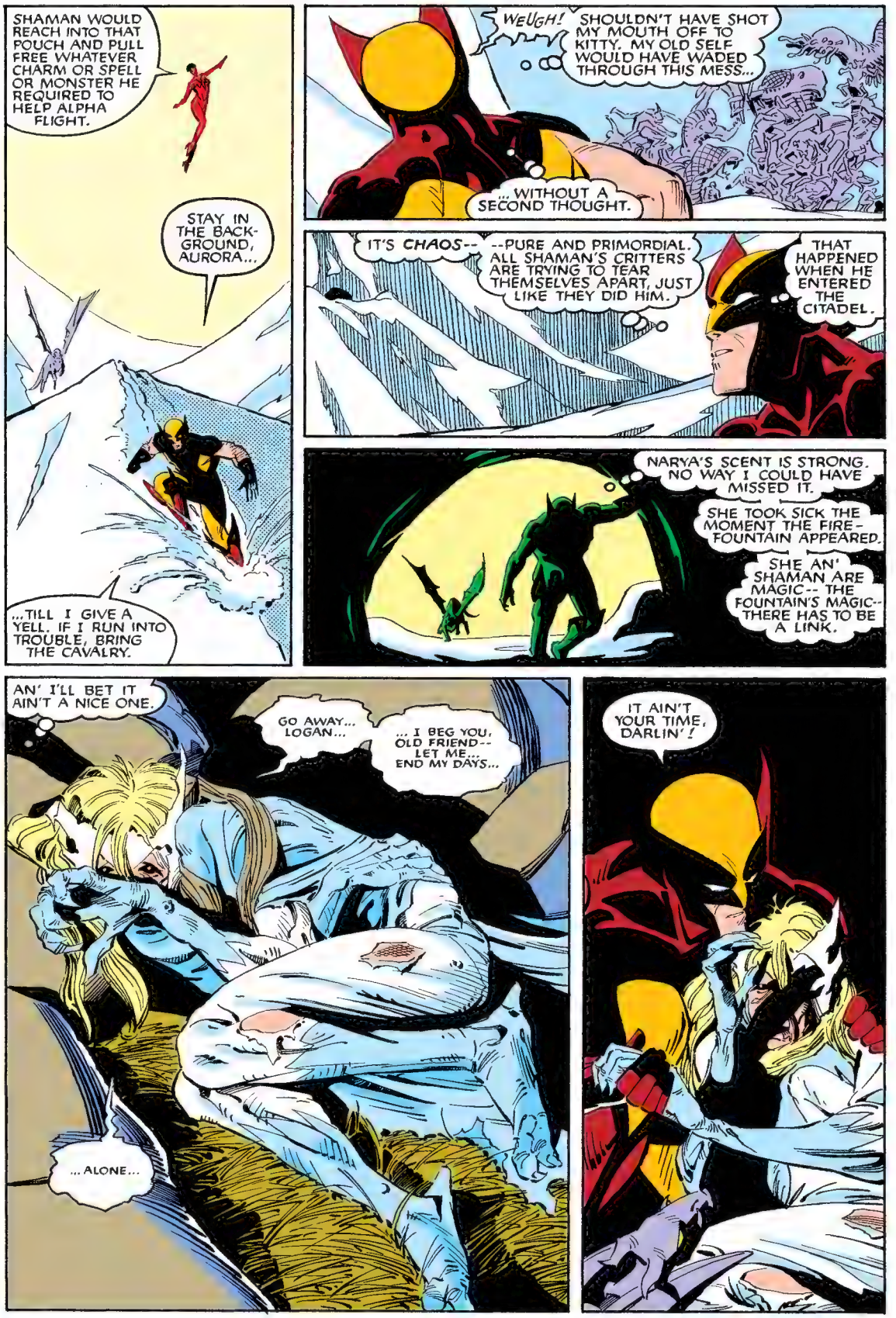

I CAN MANAGE THE REST MYSELF, AIR-WALKING BUT THAT'S IT I'M AFRAID.
SHOULD I GO FOR HELP?
I'M FEELING BETTER, KITTY.
I THINK I CAN CARRY TALISMAN.
YOU "THINK"--?!?!?
BE CAREFUL OF THE FIRE-FOUNTAIN.
WE HAVEN'T MUCH ROOM TO SPARE...
...AND A LONG WAY TO GO!
TELL ME ABOUT IT!
THE FIRE SOMEHOW TRANS-FORMS HUMANS INTO SUPER-BEINGS--
--GOODNESS KNOWS WHAT IT MIGHT DO TO-- US!?!
TALISMAN-- SHE BRUSHED THE ENERGY FIELD!
RACHEL!
Huh--THE FIREFOUNTAIN, IT VANISHED!
NOW, IT'S BACK!!
THE INSTANT IT TOUCHED TALLY, EVERYTHING WINKED OUT!
YOU GUYS ARE OKAY!
EASY FOR YOU TO SAY, CURLY.
WHOOO-EE! THAT WAS SOMETHING!
YEAH-- BUT WHAT?!


WELL, SINCE I SOMEHOW AFFECT MAGIC...
...I GUESS THIS MEANS...
...THE FOUNTAIN'S SOURCE...
...IS MAGICKAL.
FOR THAT SPLIT-SECOND WE WERE IN CONTACT, I FELT POSITIVELY SUPER-CHARGED-- WHICH IS PROBABLY WHY NEITHER RACHEL NOR I WERE HURT BY THE BACKLASH. I WAS SOMEHOW ABLE TO PROTECT US BOTH.
SORCERY DOESN'T JUST HAPPEN. SPELLS HAVE TO BE CAST.
SO? WHAT'RE YOU DRIVING AT, KITTY?!
THAT CAVE-IN WASN'T AN ACCIDENT.
WHICH MEANS THAT SOMEBODY WAS AFRAID WE'D LEARN SOMETHING WE WEREN'T SUPPOSED TO.
THIS CITADEL-- THE TRANSFORMATIONS THOSE PEOPLE UP THERE HAVE UNDERGONE-- HAS BEEN PRESENTED AS THE BEST THING THAT'S EVER HAPPENED, THE SOLUTION TO WAR, PREJUDICE, FAMINE, DISEASE, WANT, ALL HUMANITY'S ILLS!
MAYBE IT IS.
BUT SUDDENLY, I'VE GOT A WHOLE LOT OF DOUBTS.
CYCLOPS IS YOUR TEAMMATE! THE FIRST PERSON CHANGED BY THE FOUNTAIN WAS HIS WIFE! D'YOU THINK THEY'RE LYING?!
LET'S FIND OUT.
AT THAT MOMENT, THE REMAINDER OF THE X-MEN...
...AND ALPHA FLIGHT ARE BEING ROYALLY FETED BY THOSE SELFSAME TRANSFORMED PEOPLE...
THE BEST MEAL I'VE EVER EATEN, Mrs. BALLINGER.
AND THE LOVELIEST CLOTHES HE'S EVER WORN.
WHAT ELSE IS A CORNUCOPIA FOR, SASQUATCH, AURORA, BUT TO FEED AND CLOTHE THE WORLD?
I WISH I COULD BE AS CHEERFUL, BUT I KEEP THINKING OF SHAMAN. AS ANODYNE, I CAN HEAL ANY WOUND, CURE ANY DISEASE -- WHY CAN'T I HELP HIM?
HE'S DYING-- WITHERING AWAY-- BEFORE OUR EYES!

MAYBE NATURE DEMANDS A BALANCE-- FOR ALL THE JOY YOU BRING, THE GOOD YOU'VE DONE, A LITTLE SADNESS.
THANKS TO YOU, FOR THE FIRST TIME IN MY LIFE, MY OPTIC BLASTS ARE UNDER CONTROL.
AND I'M TO BE A FATHER.
YOU CAN'T FEEL ANYTHING, SILLY GOOSE, IT'S TOO SOON.
I JUST WANT TO MAKE SURE EVERYTHING'S OKAY.
WITH ME AS MOM, CYCLOPS...
... HOW CAN OUR SON BE ANYTHING BUT PERFECT?!
Hmnh-- THAT'S JEANNE CHRETIEN.
SHE WAS A GEOLOGIST, THE FIRE-FOUNTAIN MADE HER OUR ROCK-SHAPER.
INTERESTING, THE WAY THESE NEW POWERS SEEM TO RELATE TO PRIMAL ASPECTS OF YOUR LIVES AND PERSONALITIES.
THE POOR WOMAN...
...LOOKS OUT ON HER FEET!
YEAH, SHE SURE DOES.
HEY THERE, GOOD-LOOKIN', YOU BEEN WORKING...
...OR RUNNING A MARATHON?
SIT TIGHT, JEANNE.
LET MY HEALING FLAMES RESTORE YOUR STRENGTH.
MADELYNE... THERE IS SOMETHING... YOU MUST KNOW...
I UNDERSTAND. YOU REST, I'LL TAKE CARE OF THINGS.
I'M SORRY, SCOTT, I GOTTA FLY.
TROUBLE?
NOTHING EARTH-SHAKING.
CAN I HELP?
YUP-- BY STAYING PUT...
...AND MINDING THE PARTY. BE BACK SOON!

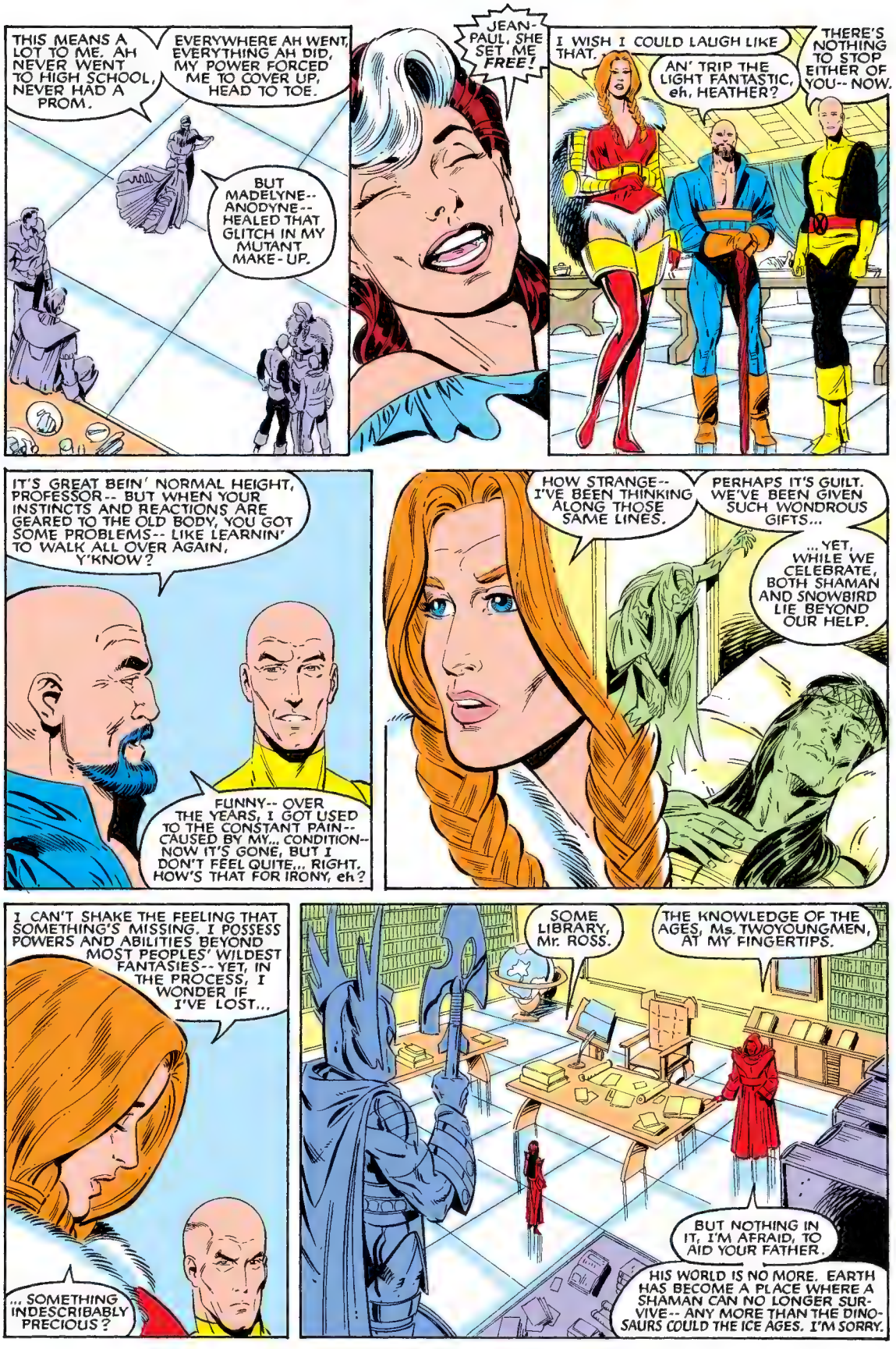

TALLY AND RAY HEADED FOR THE LIBRARY, TO TRANSLATE THAT STONE WE FOUND.
THE ALPHANS' BOSS, HEATHER HUDSON, HAS ALREADY BEEN EXPOSED TO THE FOUNTAIN. I DON'T THINK WE CAN TRUST HER.
I BETTER FIND PROFESSOR XAVIER--
WHAT'S THAT LIGHT?!
Gasp!
WOLVERINE--
--WHAT'S ANODYNE DOING TO HIM?!!
SHE'S COMING!
I BETTER PHASE OUT OF SIGHT!
MADELYNE'S ACTING PRETTY SNEAKY-- AS IF SHE DOESN'T WANT ANYONE TO SEE HER!
WOLVIE'S MUTANT POWER IS A HEALING FACTOR. HE DOESN'T NEED HER FLAMES TO FIX HIM UP--
--UNLESS SHE WAS PULLING SOME SORT OF FAST ONE, MUCKING ABOUT WITH A PART OF HIM THAT HIS OWN TALENT CAN'T--!
WOLVIE, WAKE UP-- LOGAN!
A FEW SHORT SENTENCES TELL WOLVERINE WHAT SHADOWCAT SAW, BUT TO HER AMAZEMENT...
YOU'RE NOT ANGRY!
NOPE. SHE BURNED THE BERSERKER MADNESS OUT OF MY SYSTEM, 'CAT. I'M SANE NOW. I'M HUMAN!
GREAT. PEACHY-KEEN. WONDERFUL! IF NOT FOR THAT BERSERKER...
...YOUR MENTOR, OGŪN, WOULD HAVE KILLED US BOTH!
YOU SAYIN', GIRL, I CAN'T HACK IT AS A MAN...
...ONLY AS A PSYCHO?


I'M SORRY.
HEY, DID YOU FIND SNOWBIRD?
I... DON'T KNOW. I CAN'T REMEMBER.
PATHFINDER, BEASTMASTER AND I SPLIT UP...
... I THOUGHT I HAD A SCENT. AFTER THAT, I DREW A BLANK.
LOGAN, YOUR BERSERKER SELF IS THE WILD--ANIMAL--SIDE OF YOUR NATURE!
BEAST-MASTER CONTROLS ANIMALS--HE COULD HAVE MADE YOU QUIT!
BUT WHY?!
IN ANSWER, KITTY REVEALS HER SUSPICIONS...
I CAN'T SPOT THEIR SCENTS--THE MEN AREN'T BACK, THEY HAVEN'T FOUND SNOWBIRD.
AND MADELYNE'S STUNT MAY GIVE US AN UNEXPECTED EDGE. I WAS ALWAYS MORE THAN A NUTCASE BUTCHER, KITTY. LOSING THAT PART O' MYSELF DOESN'T MAKE ME ANY LESS DANGEROUS.
WHOLE AN' HUMAN AS MADELYNE'S MADE ME, I'M IMMUNE TO BOYD WILSON'S INFLUENCE. IMAGINE HIS SURPRISE WHEN HE DISCOVERS THAT.
SNIKT
YOU ALERT XAVIER, AN' HAVE AURORA MEET ME AT THE MAIN GATE. WE GOT NO TIME TO WASTE...
... AND A LOT OF GROUND TO COVER!
MY TRAIL ENDS HERE...
SAPRISTI! I KNOW THIS RIDGE, WOLVERINE! THE VALLEY BELOW IS WHERE MY BROTHER, NORTHSTAR, AND I...
... HURLED SHAMAN'S MEDICINE POUCH!

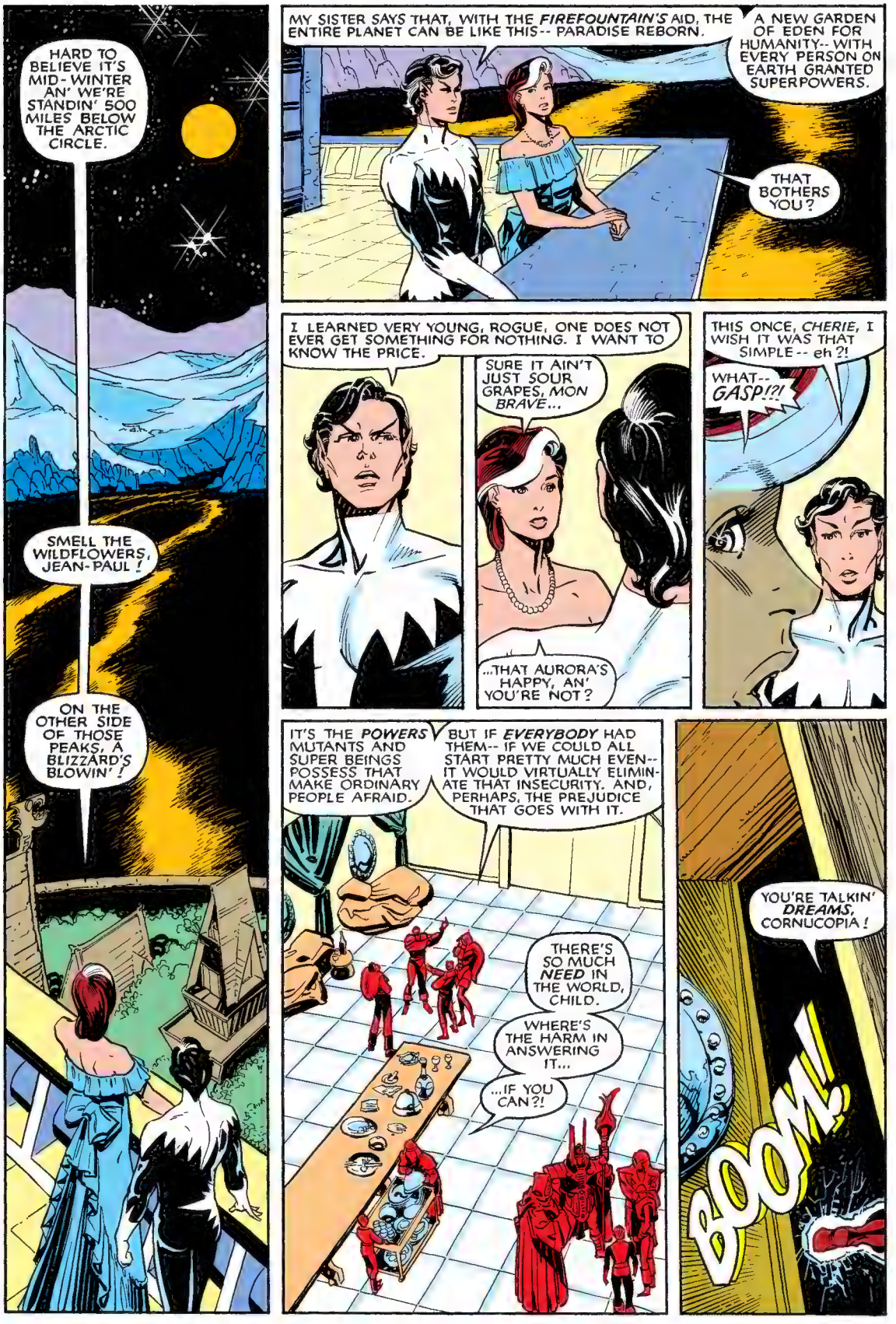

SHAMAN WOULD REACH INTO THAT POUCH AND PULL FREE WHATEVER CHARM OR SPELL OR MONSTER HE REQUIRED TO HELP ALPHA FLIGHT.
STAY IN THE BACK-GROUND, AURORA...
...TILL I GIVE A YELL. IF I RUN INTO TROUBLE, BRING THE CAVALRY.
WEUGH! SHOULDN'T HAVE SHOT MY MOUTH OFF TO KITTY. MY OLD SELF WOULD HAVE WADED THROUGH THIS MESS...
...WITHOUT A SECOND THOUGHT.
IT'S CHAOS--
--PURE AND PRIMORDIAL. ALL SHAMAN'S CRITTERS ARE TRYING TO TEAR THEMSELVES APART, JUST LIKE THEY DID HIM.
THAT HAPPENED WHEN HE ENTERED THE CITADEL.
NARYA'S SCENT IS STRONG. NO WAY I COULD HAVE MISSED IT.
SHE TOOK SICK THE MOMENT THE FIRE-FOUNTAIN APPEARED.
SHE AN' SHAMAN ARE MAGIC-- THE FOUNTAIN'S MAGIC-- THERE HAS TO BE A LINK.
AN' I'LL BET IT AIN'T A NICE ONE.
GO AWAY... LOGAN...
... I BEG YOU, OLD FRIEND-- LET ME... END MY DAYS...
...ALONE...
IT AIN'T YOUR TIME, DARLIN'!

NO MATTER WHAT SOME PEOPLE MIGHT THINK.
WOLVERINE!
COME OUT, MY FRIEND, AND WALK AWAY!
WE MEAN YOU NO HARM!
BELIEVE ME, WE'D CURE SNOWBIRD IF WE COULD. BUT IT'S TOO LATE FOR THAT! THE WORLD IS CHANGING--THERE'S NO MORE PLACE IN IT FOR THE LIKES OF HER OR SHAMAN!
ALL WE ASK IS THAT YOU LET BEASTMASTER AND ME PUT HER OUT OF HER MISERY!
YOU WANT THE LADY, RODRIGUEZ--
ROAR
-- YOU GOTTA GO THROUGH THE DRAGON.
AN' ME!

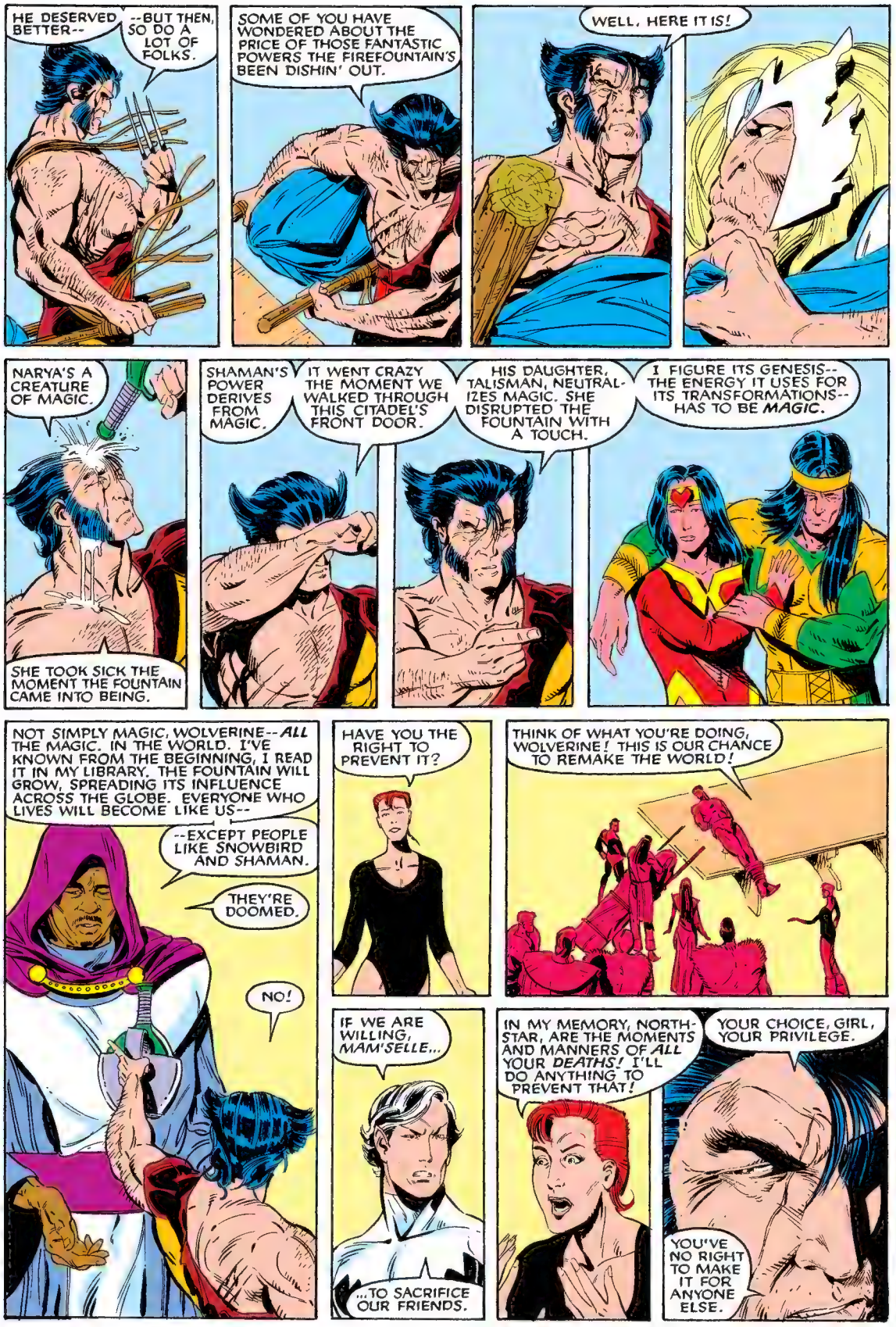
MEANWHILE...
YOU A BIG, BRAWNY PUP, COLOSSUS--YOU CARE TO WRESTLE A COUPLE OF FALLS AFTER DINNER?
THIS IS EVERYTHING I'VE EVER HOPED FOR, JEANNE-MARIE-- ALL MY DREAMS COME TRUE.
AND MINE, CHER WALTER.
Feh!
I DO NOT WISH TO HURT YOU, BRAWLER...
THAT'LL BE THE...
... DAY--
-- BLESS MY SOUL...
... AIN'T SHE A SIGHT FOR SORE EYES!
TELL ME DERE, HON-- WHAT'S A NICE GIRL LIKE YOU DOIN'...?
LOOKIN' FOR MY FIRST DANCE...
... JEAN-PAUL ?
I'M SORRY, ROGUE.
I WOULD RATHER NOT.
IT'S ONLY A WALTZ, FOR CRYIN' OUT LOUD-- IT ISN'T AS IF AH WAS ASKIN' FOR MARRIAGE OR A COMMITMENT OR ANYTHING--!
GOOD THING, TOO, YOUNG LADY--
-- BECAUSE EVEN SIMPLE FRIENDSHIP IS MORE THAN NORTHSTAR'S PREPARED TO GIVE.
THAT ISN'T FAIR, SASQUATCH.
AH ABSORBED HIS PSYCHE. FOR THOSE FEW MINUTES, WHEN WE MET, AH BECAME NORTHSTAR. NONE OF Y'ALL UNDERSTAND HIM THE WAY AH DO.
JEAN-PAUL, YOU DON'T HAVE TO.
YES, ROGUE, I DO!


THIS MEANS A LOT TO ME. AH NEVER WENT TO HIGH SCHOOL, NEVER HAD A PROM.
EVERYWHERE AH WENT, EVERYTHING AH DID, MY POWER FORCED ME TO COVER UP, HEAD TO TOE.
BUT MADELYNE-- ANODYNE-- HEALED THAT GLITCH IN MY MUTANT MAKE-UP.
JEAN-PAUL, SHE SET ME FREE!
I WISH I COULD LAUGH LIKE THAT.
AN' TRIP THE LIGHT FANTASTIC, eh, HEATHER?
THERE'S NOTHING TO STOP EITHER OF YOU-- NOW.
IT'S GREAT BEIN' NORMAL HEIGHT, PROFESSOR-- BUT WHEN YOUR INSTINCTS AND REACTIONS ARE GEARED TO THE OLD BODY, YOU GOT SOME PROBLEMS-- LIKE LEARNIN' TO WALK ALL OVER AGAIN, Y'KNOW?
FUNNY-- OVER THE YEARS, I GOT USED TO THE CONSTANT PAIN-- CAUSED BY MY... CONDITION-- NOW IT'S GONE, BUT I DON'T FEEL QUITE... RIGHT. HOW'S THAT FOR IRONY, eh?
HOW STRANGE-- I'VE BEEN THINKING ALONG THOSE SAME LINES.
PERHAPS IT'S GUILT. WE'VE BEEN GIVEN SUCH WONDROUS GIFTS...
... YET, WHILE WE CELEBRATE, BOTH SHAMAN AND SNOWBIRD LIE BEYOND OUR HELP.
I CAN'T SHAKE THE FEELING THAT SOMETHING'S MISSING. I POSSESS POWERS AND ABILITIES BEYOND MOST PEOPLES' WILDEST FANTASIES-- YET, IN THE PROCESS, I WONDER IF I'VE LOST...
... SOMETHING INDESCRIBABLY PRECIOUS?
SOME LIBRARY, Mr. ROSS.
THE KNOWLEDGE OF THE AGES, Ms. TWOYOUNGMEN, AT MY FINGERTIPS.
BUT NOTHING IN IT, I'M AFRAID, TO AID YOUR FATHER.
HIS WORLD IS NO MORE. EARTH HAS BECOME A PLACE WHERE A SHAMAN CAN NO LONGER SURVIVE-- ANY MORE THAN THE DINOSAURS COULD THE ICE AGES. I'M SORRY.

MAGIC TOOK MY FATHER'S SPIRIT FROM ME IN CHILDHOOD, SAM. I SUPPOSE IT'S ONLY FITTING IT CLAIMS HIS BODY AS WELL.
THIS RUNESTONE YOU FOUND IS REALLY QUITE FASCINATING. IT'S A DEDICATION STONE, MARKING THE DEITY TO WHOM THE SETTLEMENT WAS CONSECRATED...
...AND THE SOULS OF ITS PEOPLE PLEDGED.
USUALLY, THE OBJECTS OF SUCH STONES...
...WERE ODIN AND THOR.
I KNOW-- BUT THIS ONE'S DIFFERENT.
YES-- IT'S MUCH RARER, ALMOST UNHEARD OF--
--THE DEDICATION'S TO LOKI.
ASGARD.
FENRIS CRACK THEIR BONES!
I HAVE GIVEN THESE FOOLS THE POWER TO RESHAPE THEIR WORLD--
--WHY ARE THEY BEING SO CONTRARY ABOUT IT?!
WHY CAN THEY NOT SIMPLY ACCEPT LOKI'S GIFT, WITHOUT QUESTION?!
MY CURSE ON THOSE WHO LIVE ABOVE IN SHADOW!
AT THEIR BIDDING-- TO GAIN A PRIZE BEYOND PRICE-- I HUMBLED MYSELF. I DID A "GOOD DEED." BUT THAT, THEY SAID, WAS NOT SUFFICIENT.
I MUST YET PROVE MYSELF WORTHY! BUT OF WHAT USE...
--ARE MY EFFORTS-- MY HOPES AND DREAMS--
--IF THOSE MISBEGOTTEN MORTALS REFUSE THE GLORY I OFFER THEM?!

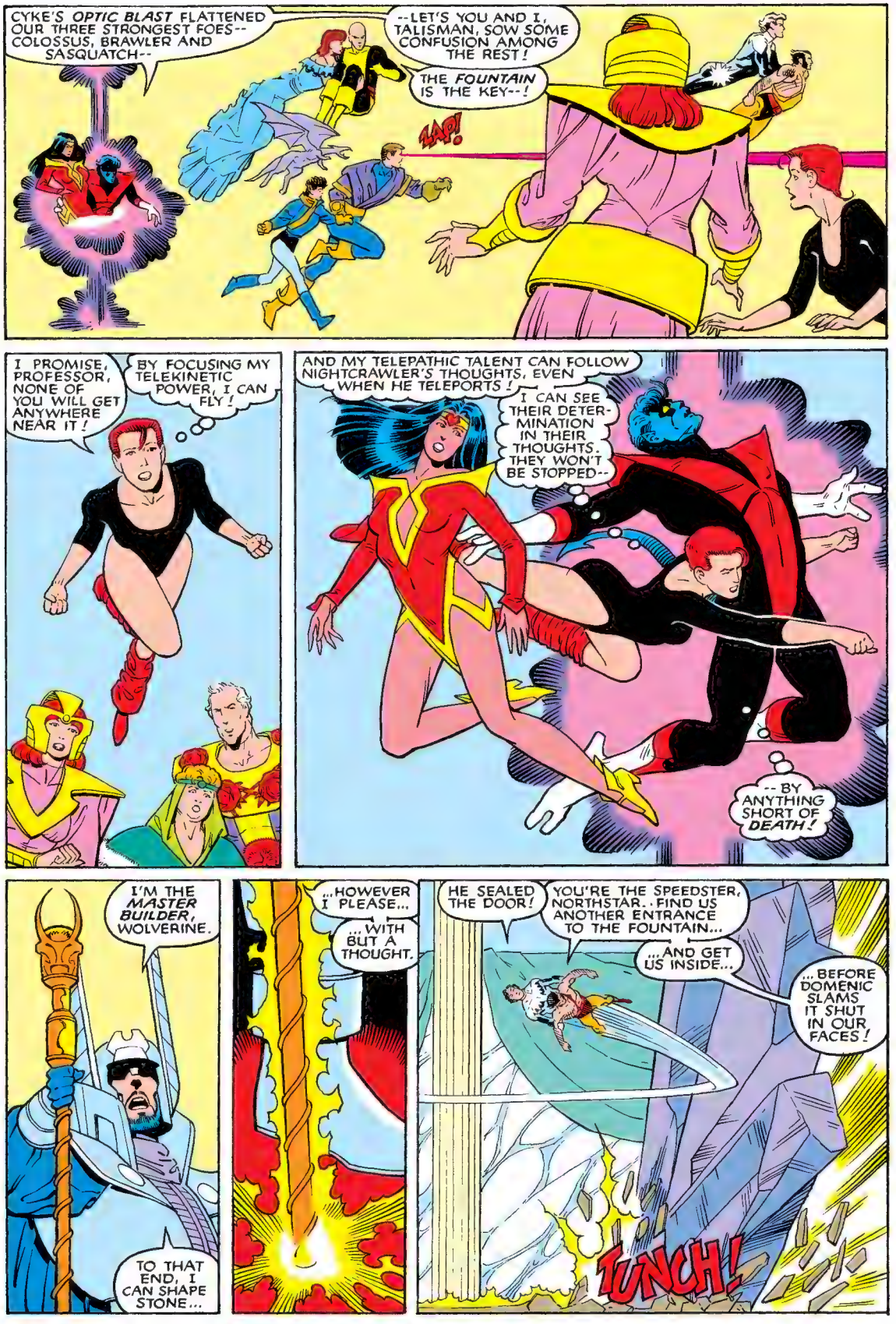

HARD TO BELIEVE IT'S MID-WINTER AN' WE'RE STANDIN' 500 MILES BELOW THE ARCTIC CIRCLE.
SMELL THE WILDFLOWERS, JEAN-PAUL!
ON THE OTHER SIDE OF THOSE PEAKS, A BLIZZARD'S BLOWIN'!
MY SISTER SAYS THAT, WITH THE FIREFOUNTAIN'S AID, THE ENTIRE PLANET CAN BE LIKE THIS-- PARADISE REBORN.
A NEW GARDEN OF EDEN FOR HUMANITY-- WITH EVERY PERSON ON EARTH GRANTED SUPERPOWERS.
THAT BOTHERS YOU?
I LEARNED VERY YOUNG, ROGUE, ONE DOES NOT EVER GET SOMETHING FOR NOTHING. I WANT TO KNOW THE PRICE.
SURE IT AIN'T JUST SOUR GRAPES, MON BRAVE...
...THAT AURORA'S HAPPY, AN' YOU'RE NOT?
THIS ONCE, CHERIE, I WISH IT WAS THAT SIMPLE-- eh?!
WHAT-- GASP!?!
IT'S THE POWERS MUTANTS AND SUPER BEINGS POSSESS THAT MAKE ORDINARY PEOPLE AFRAID.
BUT IF EVERYBODY HAD THEM-- IF WE COULD ALL START PRETTY MUCH EVEN-- IT WOULD VIRTUALLY ELIMINATE THAT INSECURITY. AND, PERHAPS, THE PREJUDICE THAT GOES WITH IT.
THERE'S SO MUCH NEED IN THE WORLD, CHILD.
WHERE'S THE HARM IN ANSWERING IT...
...IF YOU CAN?!
YOU'RE TALKIN' DREAMS, CORNUCOPIA!
BOOM!

IT'S PAST TIME YOU LOT WOKE UP...
...AN' TOOK A LONG, HARD LOOK...
...AT REALITY!
MR. WOLVERINE--
--WHAT'S THE MEANING OF THIS?!!
THE PARTY'S OVER, LADY.
STAY OUTTA MY HEAD, CHARLEY-- YOU TOO, RAY--
--MY THOUGHTS RIGHT NOW AIN'T FOR DECENT FOLKS.
FROM THE VERY START, PEOPLE...
...WE'VE BEEN CONNED--
--PLAYED FOR SUCKERS!
BOYD WILSON--?!
BEAST-MASTER?!?
HE'S BARELY ALIVE!
BUT I THINK I CAN PULL HIM THROUGH, THANK HEAVEN!
YOU DON'T LOOK MUCH BETTER, WOLVERINE. WHAT THE DEVIL HAPPENED--
--AND WHERE'S PATHFINDER?!
FLYIN' WITH THE ANGELS.

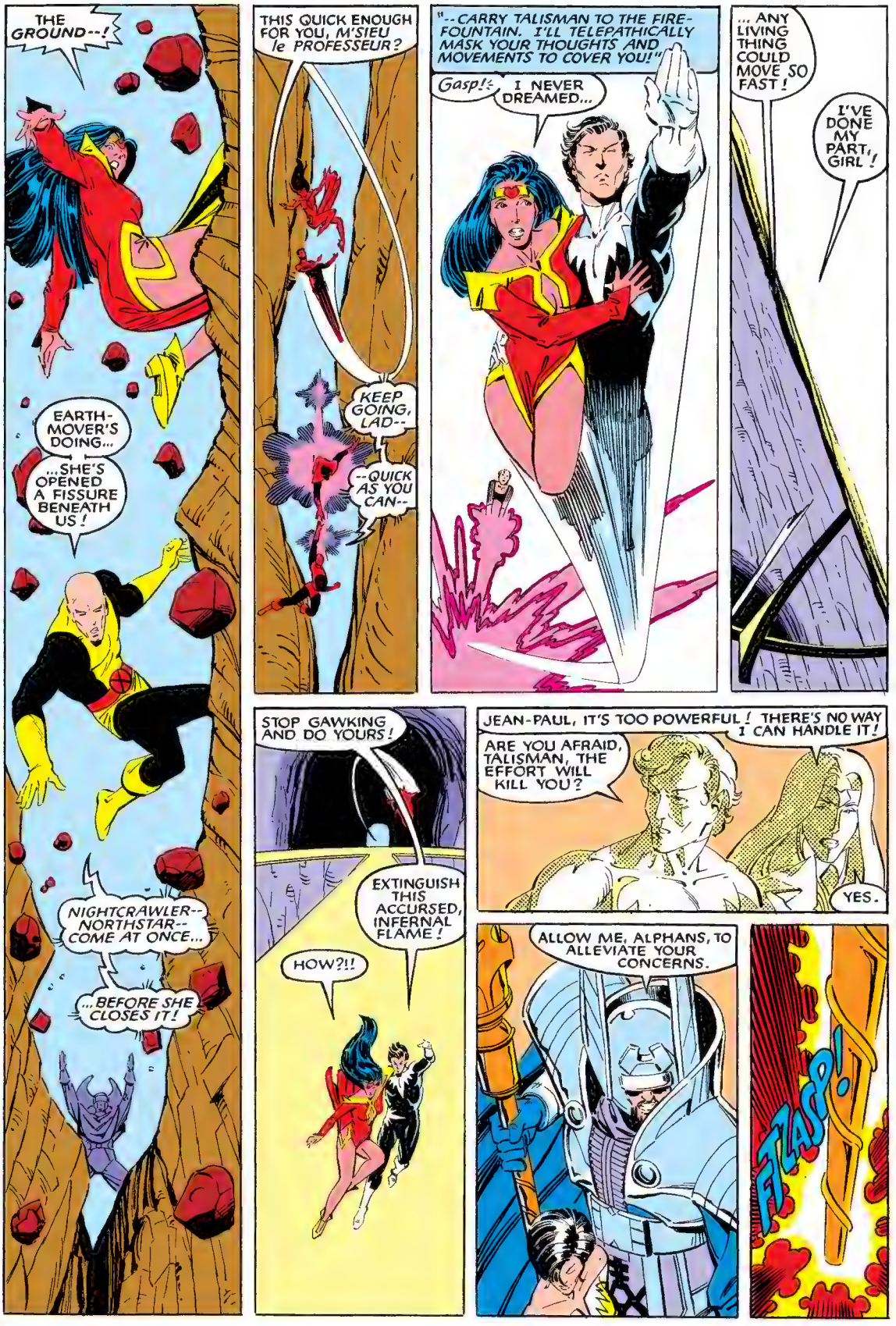

HE DESERVED BETTER--
--BUT THEN, SO DO A LOT OF FOLKS.
SOME OF YOU HAVE WONDERED ABOUT THE PRICE OF THOSE FANTASTIC POWERS THE FIREFOUNTAIN'S BEEN DISHIN' OUT.
WELL, HERE IT IS!
NARYA'S A CREATURE OF MAGIC.
SHE TOOK SICK THE MOMENT THE FOUNTAIN CAME INTO BEING.
SHAMAN'S POWER DERIVES FROM MAGIC.
IT WENT CRAZY THE MOMENT WE WALKED THROUGH THIS CITADEL'S FRONT DOOR.
HIS DAUGHTER, TALISMAN, NEUTRALIZES MAGIC. SHE DISRUPTED THE FOUNTAIN WITH A TOUCH.
I FIGURE ITS GENESIS--THE ENERGY IT USES FOR ITS TRANSFORMATIONS--HAS TO BE MAGIC.
NOT SIMPLY MAGIC, WOLVERINE--ALL THE MAGIC. IN THE WORLD. I'VE KNOWN FROM THE BEGINNING, I READ IT IN MY LIBRARY. THE FOUNTAIN WILL GROW, SPREADING ITS INFLUENCE ACROSS THE GLOBE. EVERYONE WHO LIVES WILL BECOME LIKE US--
--EXCEPT PEOPLE LIKE SNOWBIRD AND SHAMAN.
THEY'RE DOOMED.
NO!
HAVE YOU THE RIGHT TO PREVENT IT?
THINK OF WHAT YOU'RE DOING, WOLVERINE! THIS IS OUR CHANCE TO REMAKE THE WORLD!
IF WE ARE WILLING, MAM'SELLE...
...TO SACRIFICE OUR FRIENDS.
IN MY MEMORY, NORTHSTAR, ARE THE MOMENTS AND MANNERS OF ALL YOUR DEATHS! I'LL DO ANYTHING TO PREVENT THAT!
YOUR CHOICE, GIRL, YOUR PRIVILEGE.
YOU'VE NO RIGHT TO MAKE IT FOR ANYONE ELSE.

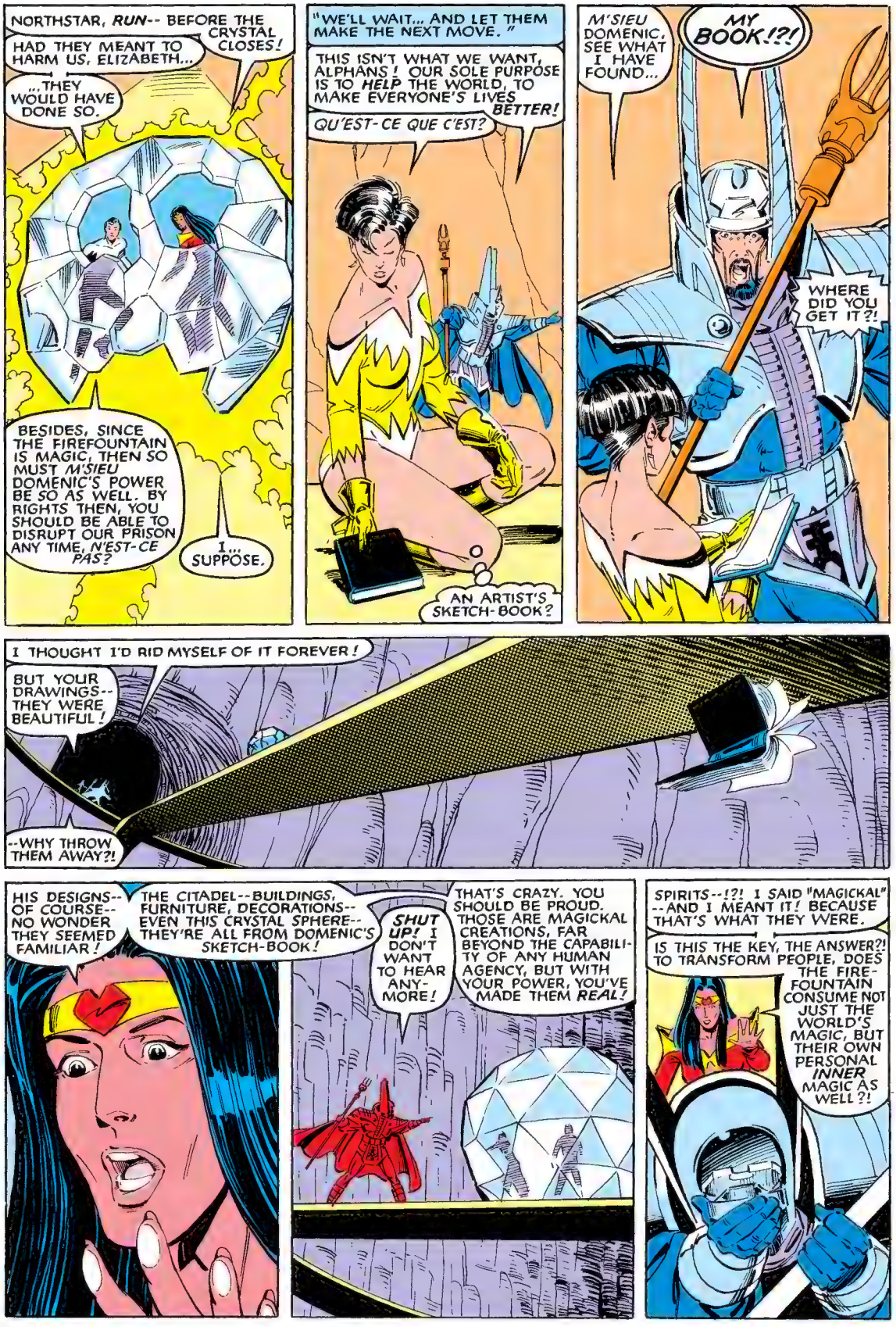
I AM A DOCTOR, MY FRIEND. MY OATH-- AS SHAMAN AND PHYSICIAN-- DEMANDS I WORK FOR THE BENEFIT OF MY FELLOW MAN.
PERHAPS, THIS IS FOR THE BEST. PERHAPS MINE AND NARYA'S TIME HAS INDEED COME.
I AM A PEASANT, TOVARISCH. MY FAMILY ARE FARMERS. OUR LAND IS GOOD AND WE WORK HARD-- YET DESPITE OUR BEST EFFORTS, MANY IN MY COUNTRY GO HUNGRY.
AND HOW MANY IN THE WORLD ARE STARVING OR SICK OR WITHOUT A DECENT HOME?
WHAT ARE YOU SAYING, PETER--
--THAT THIS IS GOOD?!
YES. WE CAN END FAMINE, DISEASE, WANT, HATRED. POSSIBLY EVEN WAR. IS THAT SO BAD, KITTY?
A RATIONAL TRANSACTION, huh? THE NEEDS OF THE MANY BALANCED AGAINST THE LIVES OF A FEW.
THINK ABOUT WHO THOSE FEW ARE, COLOSSUS! Dr. STRANGE, NIGHTCRAWLER'S GIRLFRIEND AMANDA AND MAYBE ORORO AND ILLYANA-- YOUR KID SISTER!
AND LORD KNOWS HOW MANY MORE!
I'M SORRY, I WON'T ACCEPT THIS! A GIFT SO TAINTED WITH INNOCENT BLOOD IS ONE I WANT NO PART OF!
I STAND WITH WOLVERINE!
THIS IS OUR CITADEL, YOUNGSTER. AN' IN PART OUR GIFT. WE'LL DECIDE WHAT TO DO WITH IT--
--AN' LIVE WITH THE CONSEQUENCES.
OR DIE WITH 'EM.
PROFESSOR XAVIER-- GUARDIAN-- YOU MUST STOP THIS MADNESS-- BEFORE IT'S TOO LATE!
THERE IS BUT ONE WAY, PIOTR NIKOLIEVITCH...
...STAND ASIDE.
NYET.
FORGIVE ME, SIR...
...BUT I WILL NOT!

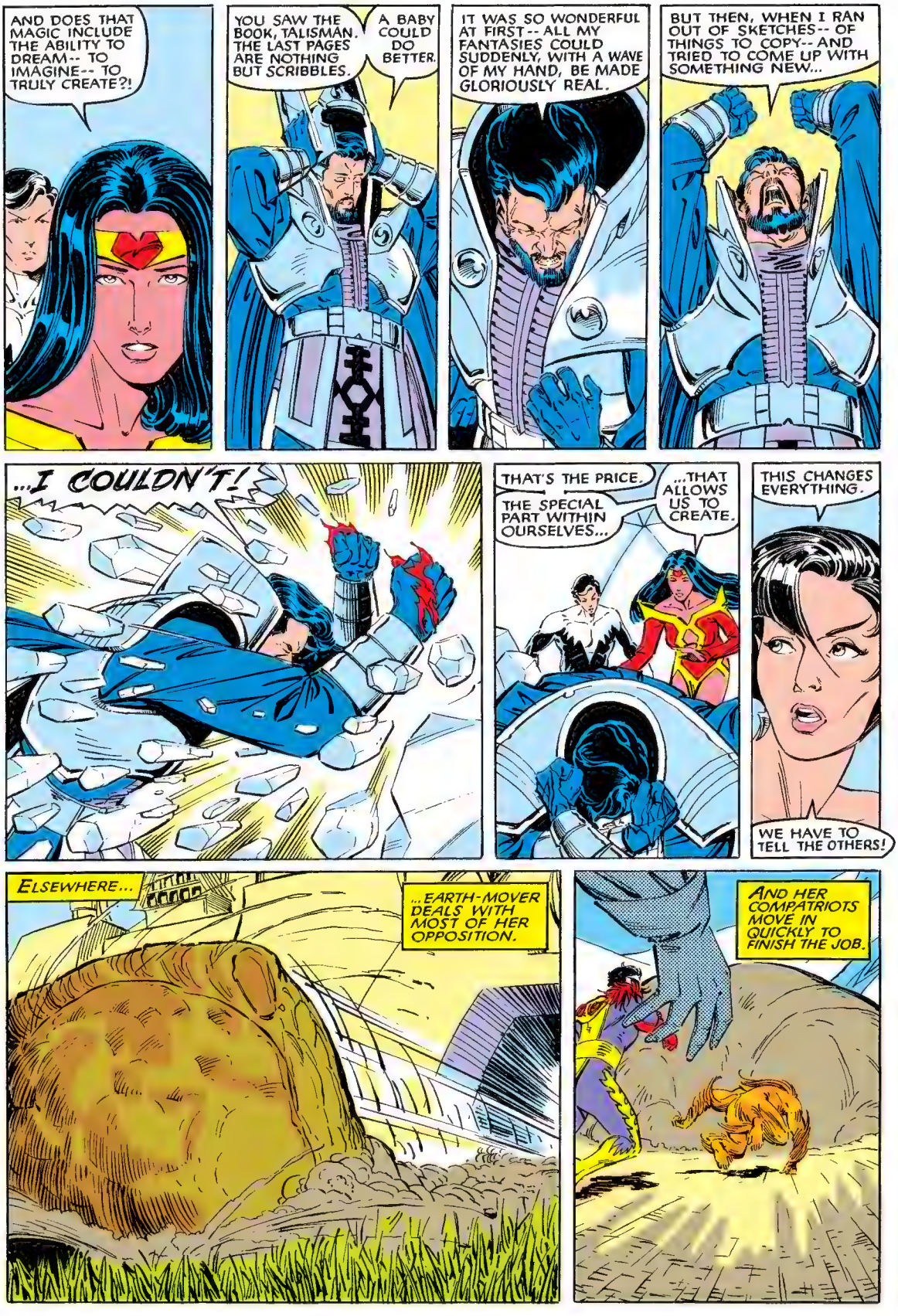
HEY, Y'ALL, AH LIKE LONG ODDS-- BUT THIS IS RIDICULOUS.
FOR THE X-MEN, ROGUE--
-- BEING THE UNDERDOG IS PAR FOR THE COURSE.
JOKE ALL YOU LIKE, CYCLOPS--
--BUT HOW DO WE FIGHT OUR FRIENDS?!
MADELYNE'S ON THE OTHER SIDE-- YOUR WIFE, SCOTT, YOUR UNBORN SON!
LET'S HOPE, SHADOWCAT, THIS WILL PROVE AS HARD FOR THEM...
...AS FOR US!
WHAK!
WHAK!

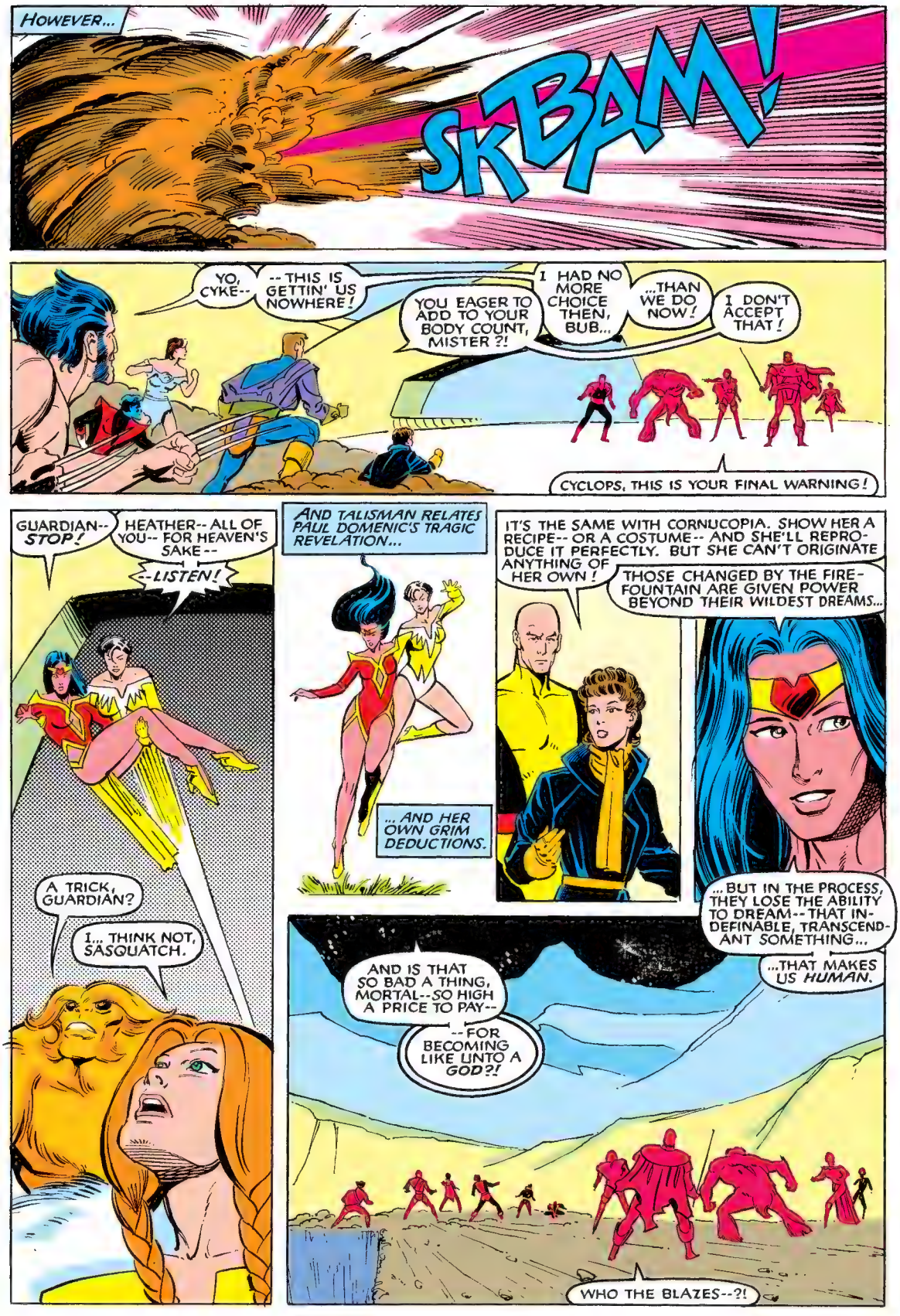

CYKE'S *OPTIC BLAST* FLATTENED OUR THREE STRONGEST FOES--COLOSSUS, BRAWLER AND SASQUATCH--
--LET'S YOU AND I, TALISMAN, SOW SOME CONFUSION AMONG THE REST!
THE *FOUNTAIN* IS THE KEY--!
LAP!
I PROMISE, PROFESSOR, NONE OF YOU WILL GET ANYWHERE NEAR IT!
BY FOCUSING MY TELEKINETIC POWER, I CAN FLY!
AND MY TELEPATHIC TALENT CAN FOLLOW NIGHTCRAWLER'S THOUGHTS, EVEN WHEN HE TELEPORTS!
I CAN SEE THEIR DETERMINATION IN THEIR THOUGHTS. THEY WON'T BE STOPPED--
--BY ANYTHING SHORT OF *DEATH!*
I'M THE *MASTER BUILDER*, WOLVERINE.
TO THAT END, I CAN SHAPE STONE...
...HOWEVER I PLEASE...
...WITH BUT A THOUGHT.
HE SEALED THE DOOR!
YOU'RE THE SPEEDSTER, NORTHSTAR..FIND US ANOTHER ENTRANCE TO THE FOUNTAIN...
...AND GET US INSIDE...
...BEFORE DOMENIC SLAMS IT SHUT IN OUR FACES!
TUNCH!

YOU KNOCKED US DOWN, SUMMERS...
... BUT WE AIN'T OUT!
PLEASE-- PROFESSOR-- X-MEN-- WE DO NOT WANT TO HURT YOU!
SPEAK FOR YOURSELF, SHORTY!
FOR THE SAKE OF THE WORLD...
...THIS IS A BATTLE...
...WE HAVE TO WIN!
I AM THE STRONGEST TELEPATH, BUT I HAVE NO COUNTER FOR RACHEL'S TELEKINETIC ABILITIES--
--AND SHE BELIEVES WITH ALL HER HEART SHE IS IN THE RIGHT.
"AS DO WE, ABOUT OURSELVES.
"EACH SIDE BATTLES FOR THE BEST...
"... THE NOBLEST OF REASONS.
"HEAVEN HELP US ALL."


THE GROUND--!
EARTH-MOVER'S DOING...
...SHE'S OPENED A FISSURE BENEATH US!
NIGHTCRAWLER--NORTHSTAR--COME AT ONCE...
...BEFORE SHE CLOSES IT!
THIS QUICK ENOUGH FOR YOU, M'SIEU le PROFESSEUR?
KEEP GOING, LAD--
--QUICK AS YOU CAN--
"--CARRY TALISMAN TO THE FIRE-FOUNTAIN. I'LL TELEPATHICALLY MASK YOUR THOUGHTS AND MOVEMENTS TO COVER YOU!"
Gasp!
I NEVER DREAMED...
... ANY LIVING THING COULD MOVE SO FAST!
I'VE DONE MY PART, GIRL!
STOP GAWKING AND DO YOURS!
EXTINGUISH THIS ACCURSED, INFERNAL FLAME!
HOW?!!
JEAN-PAUL, IT'S TOO POWERFUL! THERE'S NO WAY I CAN HANDLE IT!
ARE YOU AFRAID, TALISMAN, THE EFFORT WILL KILL YOU?
YES.
ALLOW ME, ALPHANS, TO ALLEVIATE YOUR CONCERNS.
FLASH!


NORTHSTAR, RUN-- BEFORE THE CRYSTAL CLOSES!
HAD THEY MEANT TO HARM US, ELIZABETH...
...THEY WOULD HAVE DONE SO.
BESIDES, SINCE THE FIREFOUNTAIN IS MAGIC, THEN SO MUST M'SIEU DOMENIC'S POWER BE SO AS WELL. BY RIGHTS THEN, YOU SHOULD BE ABLE TO DISRUPT OUR PRISON ANY TIME, N'EST-CE PAS?
I... SUPPOSE.
"WE'LL WAIT... AND LET THEM MAKE THE NEXT MOVE."
THIS ISN'T WHAT WE WANT, ALPHANS! OUR SOLE PURPOSE IS TO HELP THE WORLD, TO MAKE EVERYONE'S LIVES BETTER!
QU'EST-CE QUE C'EST?
AN ARTIST'S SKETCH-BOOK?
M'SIEU DOMENIC, SEE WHAT I HAVE FOUND...
MY BOOK!?!
WHERE DID YOU GET IT?!
I THOUGHT I'D RID MYSELF OF IT FOREVER!
BUT YOUR DRAWINGS-- THEY WERE BEAUTIFUL!
--WHY THROW THEM AWAY?!
HIS DESIGNS-- OF COURSE-- NO WONDER THEY SEEMED FAMILIAR!
THE CITADEL--BUILDINGS, FURNITURE, DECORATIONS-- EVEN THIS CRYSTAL SPHERE-- THEY'RE ALL FROM DOMENIC'S SKETCH-BOOK!
SHUT UP! I DON'T WANT TO HEAR ANY-MORE!
THAT'S CRAZY. YOU SHOULD BE PROUD. THOSE ARE MAGICKAL CREATIONS, FAR BEYOND THE CAPABILITY OF ANY HUMAN AGENCY, BUT WITH YOUR POWER, YOU'VE MADE THEM REAL!
SPIRITS--!?! I SAID "MAGICKAL" --AND I MEANT IT! BECAUSE THAT'S WHAT THEY WERE.
IS THIS THE KEY, THE ANSWER?! TO TRANSFORM PEOPLE, DOES THE FIRE-FOUNTAIN CONSUME NOT JUST THE WORLD'S MAGIC, BUT THEIR OWN PERSONAL INNER MAGIC AS WELL?!


AND DOES THAT MAGIC INCLUDE THE ABILITY TO DREAM-- TO IMAGINE-- TO TRULY CREATE?!
YOU SAW THE BOOK, TALISMAN. THE LAST PAGES ARE NOTHING BUT SCRIBBLES.
A BABY COULD DO BETTER.
IT WAS SO WONDERFUL AT FIRST-- ALL MY FANTASIES COULD SUDDENLY, WITH A WAVE OF MY HAND, BE MADE GLORIOUSLY REAL.
BUT THEN, WHEN I RAN OUT OF SKETCHES-- OF THINGS TO COPY-- AND TRIED TO COME UP WITH SOMETHING NEW...
...I COULDN'T!
THAT'S THE PRICE.
THE SPECIAL PART WITHIN OURSELVES...
...THAT ALLOWS US TO CREATE.
THIS CHANGES EVERYTHING.
WE HAVE TO TELL THE OTHERS!
ELSEWHERE...
...EARTH-MOVER DEALS WITH MOST OF HER OPPOSITION.
AND HER COMPATRIOTS MOVE IN QUICKLY TO FINISH THE JOB.

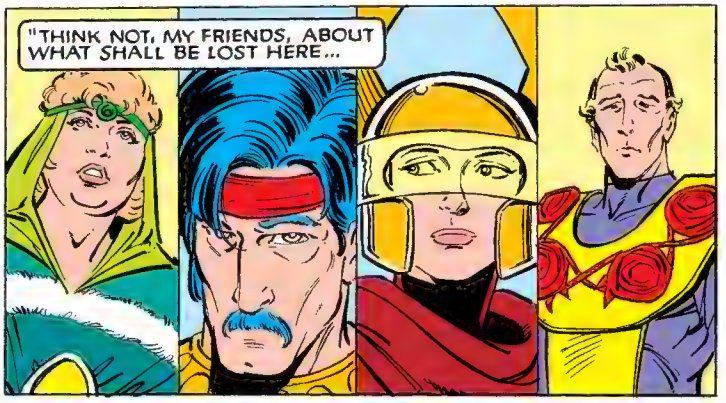

HOWEVER...
SKBAM!
YO, CYKE--
--THIS IS GETTIN' US NOWHERE!
YOU EAGER TO ADD TO YOUR BODY COUNT, MISTER?!
I HAD NO MORE CHOICE THEN, BUB...
...THAN WE DO NOW!
I DON'T ACCEPT THAT!
CYCLOPS, THIS IS YOUR FINAL WARNING!
GUARDIAN-- STOP!
HEATHER-- ALL OF YOU-- FOR HEAVEN'S SAKE--
--LISTEN!
A TRICK, GUARDIAN?
I... THINK NOT, SASQUATCH.
AND TALISMAN RELATES PAUL DOMENIC'S TRAGIC REVELATION...
... AND HER OWN GRIM DEDUCTIONS.
IT'S THE SAME WITH CORNUCOPIA. SHOW HER A RECIPE-- OR A COSTUME-- AND SHE'LL REPRODUCE IT PERFECTLY. BUT SHE CAN'T ORIGINATE ANYTHING OF HER OWN!
THOSE CHANGED BY THE FIRE-FOUNTAIN ARE GIVEN POWER BEYOND THEIR WILDEST DREAMS...
...BUT IN THE PROCESS, THEY LOSE THE ABILITY TO DREAM-- THAT INDEFINABLE, TRANSCENDANT SOMETHING...
...THAT MAKES US HUMAN.
AND IS THAT SO BAD A THING, MORTAL--SO HIGH A PRICE TO PAY--
--FOR BECOMING LIKE UNTO A GOD?!
WHO THE BLAZES--?!

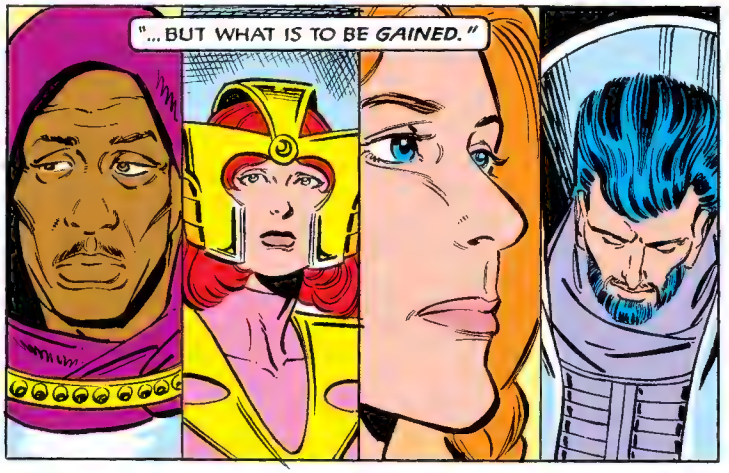
I AM LOKI!
-- PRINCE OF ASGARD, YOUR HUMBLE BENEFACTOR.
THANKS TO MY FIREFOUNTAIN, YOU ARE NO LONGER HUMAN-- THEREFORE WHAT NEED HAVE YOU FOR YOUR SO-CALLED HUMANITY?

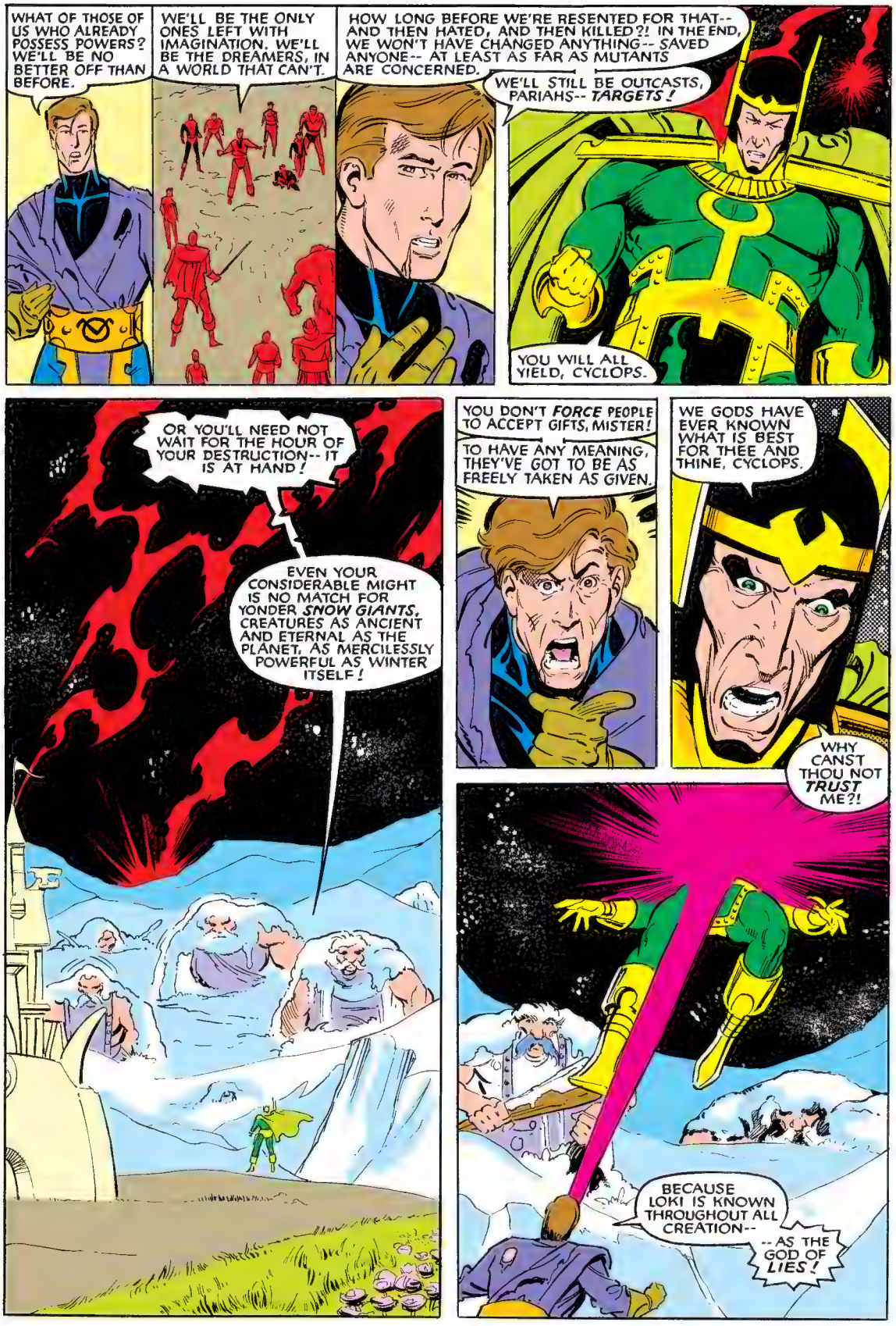
WHAT WAS IMPORTANT TO ME-- WHAT GAVE MY LIFE MEANING--
--WASN'T THE ABILITY TO BUILD, BUT TO CREATE!

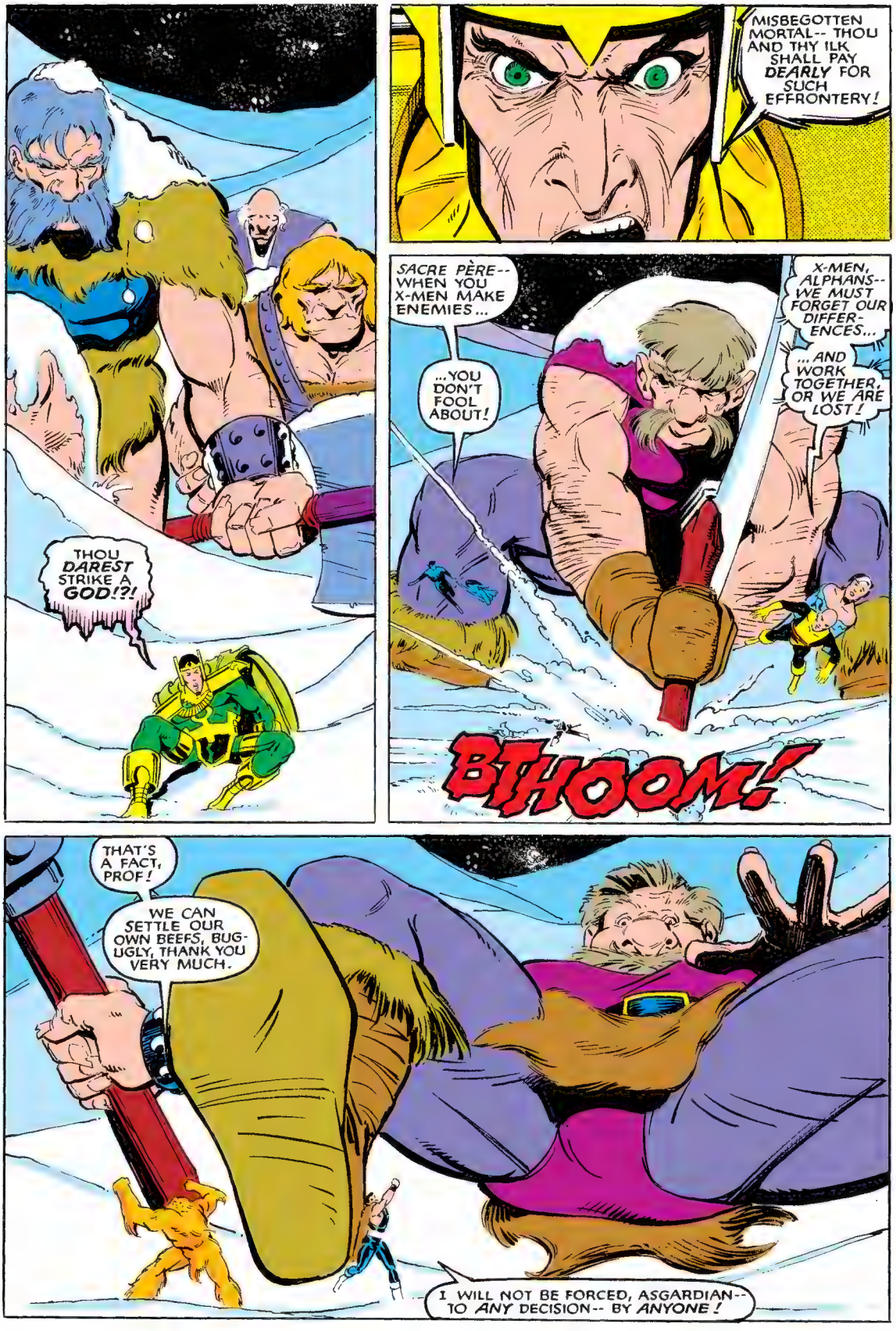
WHAT GOOD IS MY POWER-- YOUR GIFT-- IF IT COSTS MY IMAGINATION?
HAVE A CARE, MANLING. THOU ART BUT A LITTLE GOD...
...WHILE I AM LORD OF THE GOLDEN REALM. TAKE NOT THAT TONE WITH ME.

MOREOVER, MASTER BUILDER, I SENSE THINE OBJECTIONS ARE NOT SHARED BY THE MAJORITY OF THY FELLOWS.
FOR THY CONVENIENCE, PAUL DOMENIC-- THY SAKE-- SHOULD THE WHOLE WORLD SUFFER ?

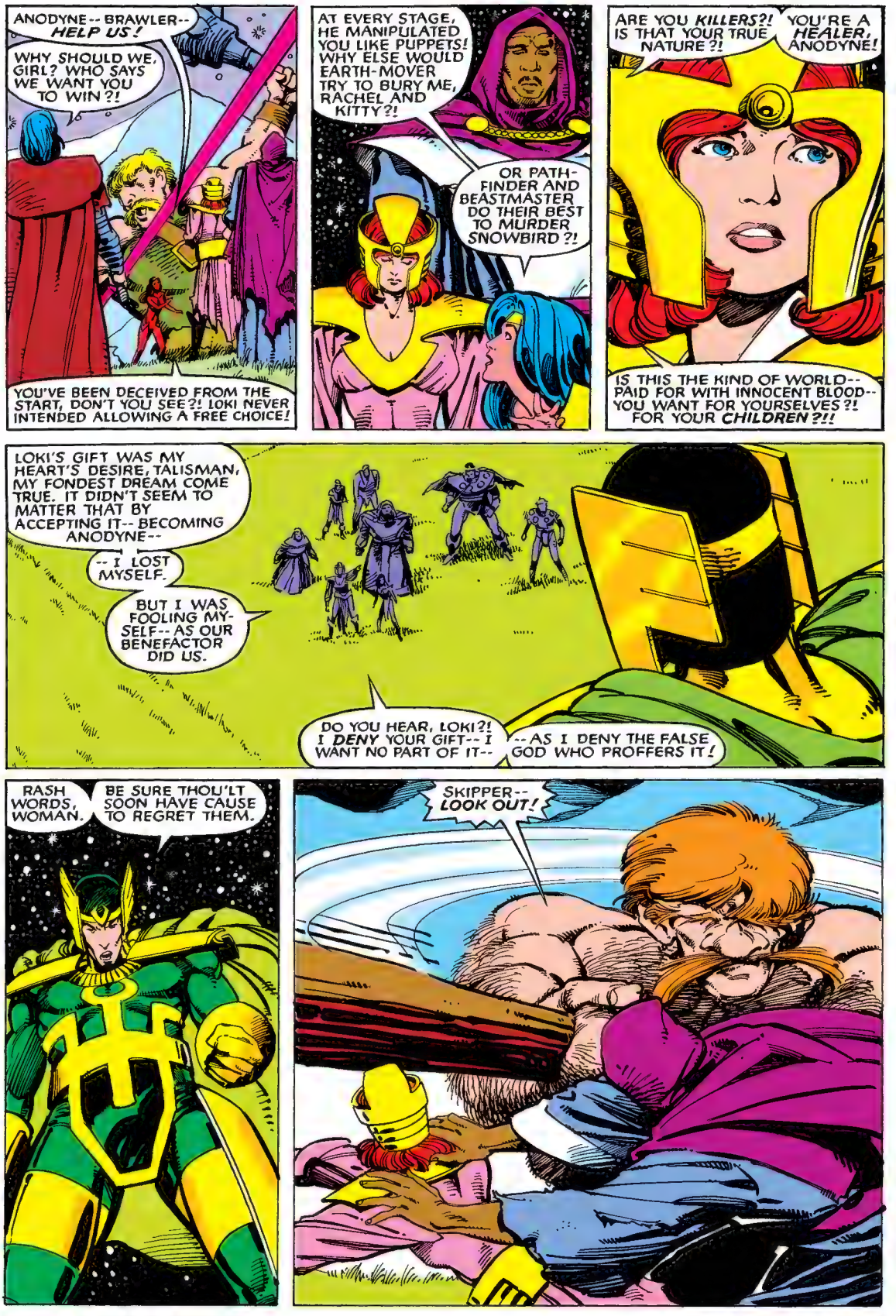

"THINK NOT, MY FRIENDS, ABOUT WHAT SHALL BE LOST HERE...

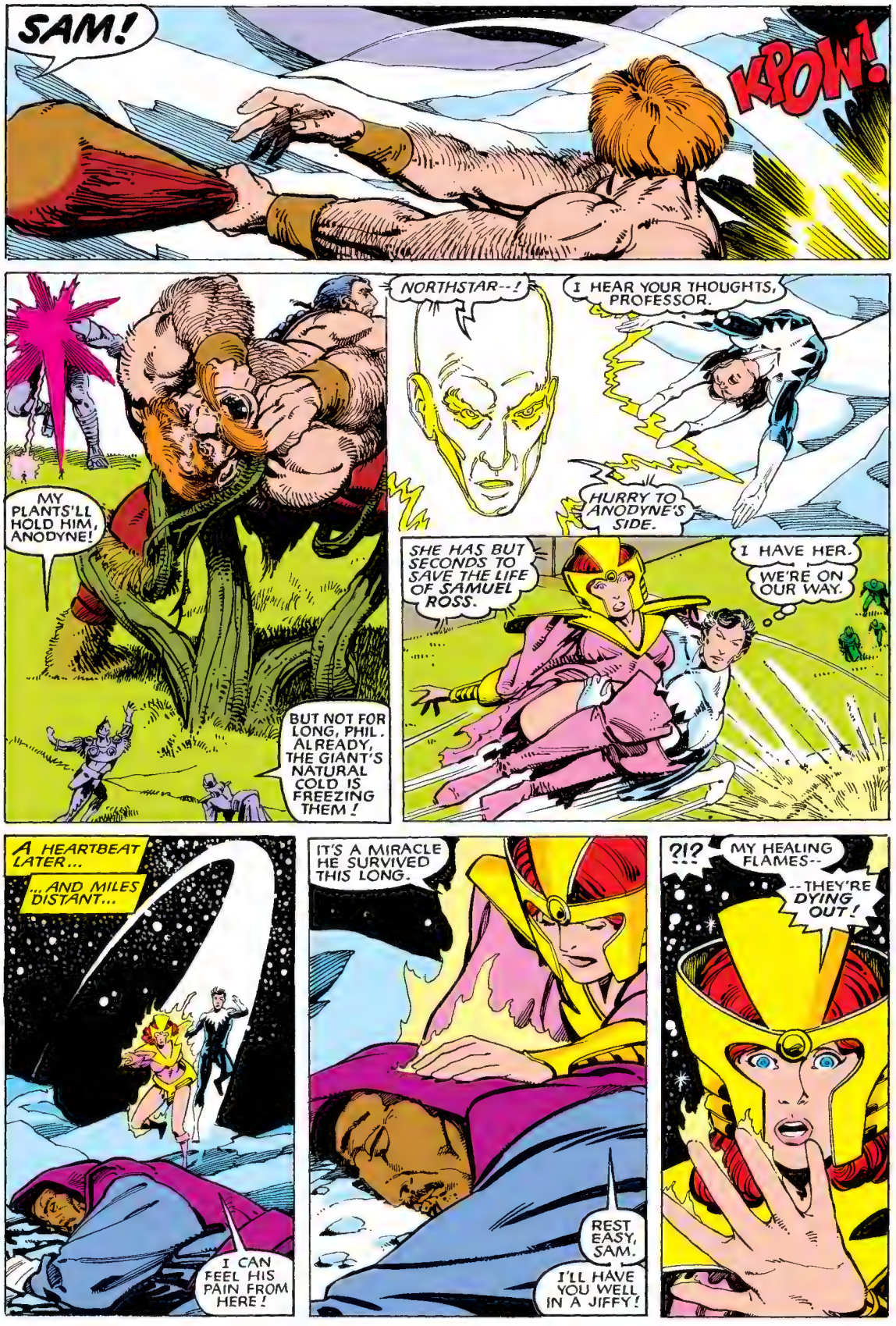

"...BUT WHAT IS TO BE GAINED."

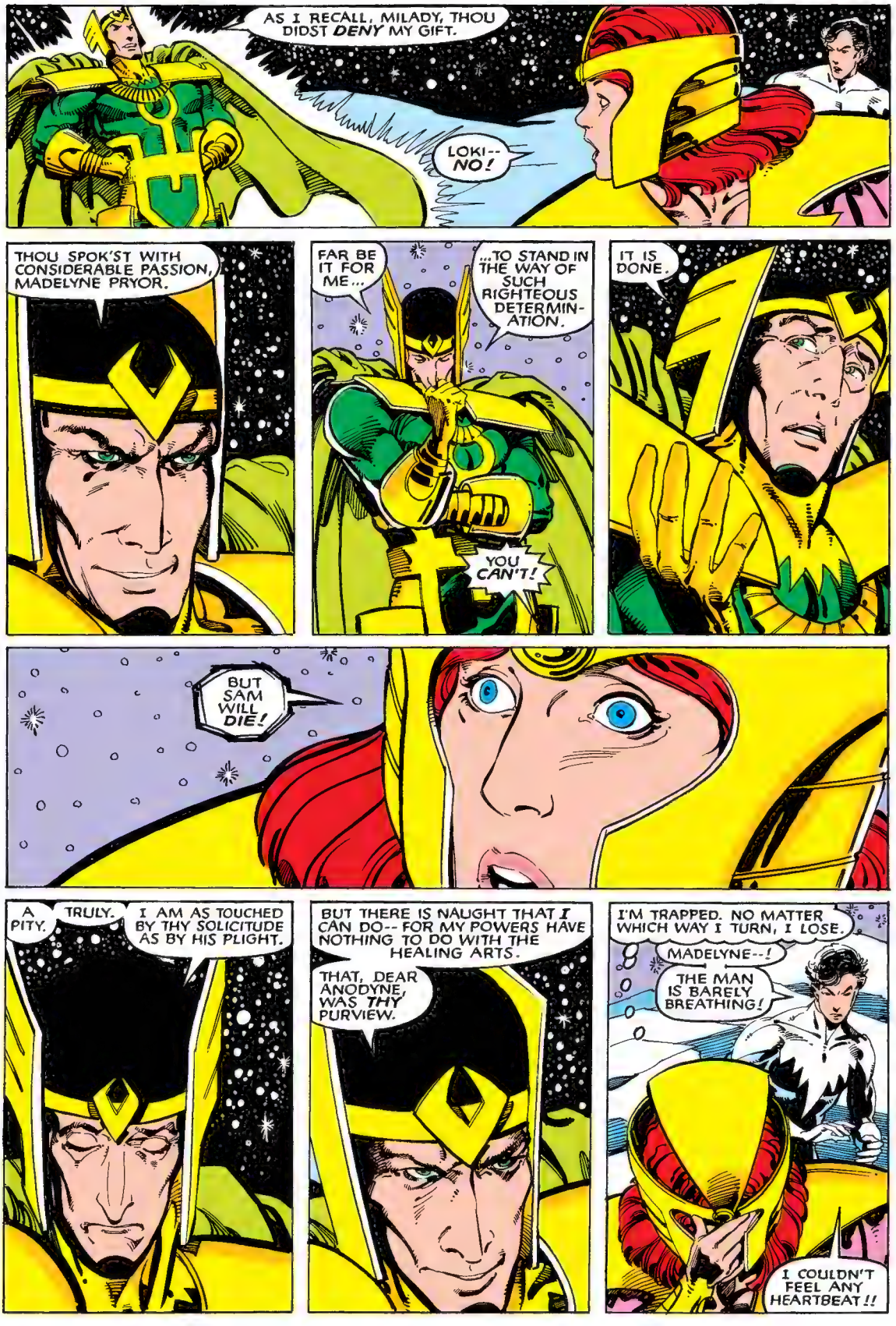

WHAT OF THOSE OF US WHO ALREADY POSSESS POWERS? WE'LL BE NO BETTER OFF THAN BEFORE.
WE'LL BE THE ONLY ONES LEFT WITH IMAGINATION. WE'LL BE THE DREAMERS, IN A WORLD THAT CAN'T.
HOW LONG BEFORE WE'RE RESENTED FOR THAT-- AND THEN HATED, AND THEN KILLED?! IN THE END, WE WON'T HAVE CHANGED ANYTHING-- SAVED ANYONE-- AT LEAST AS FAR AS MUTANTS ARE CONCERNED.
WE'LL STILL BE OUTCASTS, PARIAHS-- TARGETS!
YOU WILL ALL YIELD, CYCLOPS.
OR YOU'LL NEED NOT WAIT FOR THE HOUR OF YOUR DESTRUCTION-- IT IS AT HAND!
EVEN YOUR CONSIDERABLE MIGHT IS NO MATCH FOR YONDER SNOW GIANTS, CREATURES AS ANCIENT AND ETERNAL AS THE PLANET, AS MERCILESSLY POWERFUL AS WINTER ITSELF!
YOU DON'T FORCE PEOPLE TO ACCEPT GIFTS, MISTER!
TO HAVE ANY MEANING, THEY'VE GOT TO BE AS FREELY TAKEN AS GIVEN.
WE GODS HAVE EVER KNOWN WHAT IS BEST FOR THEE AND THINE, CYCLOPS.
WHY CANST THOU NOT TRUST ME?!
BECAUSE LOKI IS KNOWN THROUGHOUT ALL CREATION--
--AS THE GOD OF LIES!


MISBEGOTTEN MORTAL-- THOU AND THY ILK SHALL PAY DEARLY FOR SUCH EFFRONTERY!
THOU DAREST STRIKE A GOD!?!
SACRE PÈRE-- WHEN YOU X-MEN MAKE ENEMIES...
...YOU DON'T FOOL ABOUT!
X-MEN, ALPHANS-- WE MUST FORGET OUR DIFFER-ENCES...
...AND WORK TOGETHER, OR WE ARE LOST!
BTHOOM!
THAT'S A FACT, PROF!
WE CAN SETTLE OUR OWN BEEFS, BUG-UGLY, THANK YOU VERY MUCH.
I WILL NOT BE FORCED, ASGARDIAN-- TO ANY DECISION-- BY ANYONE!

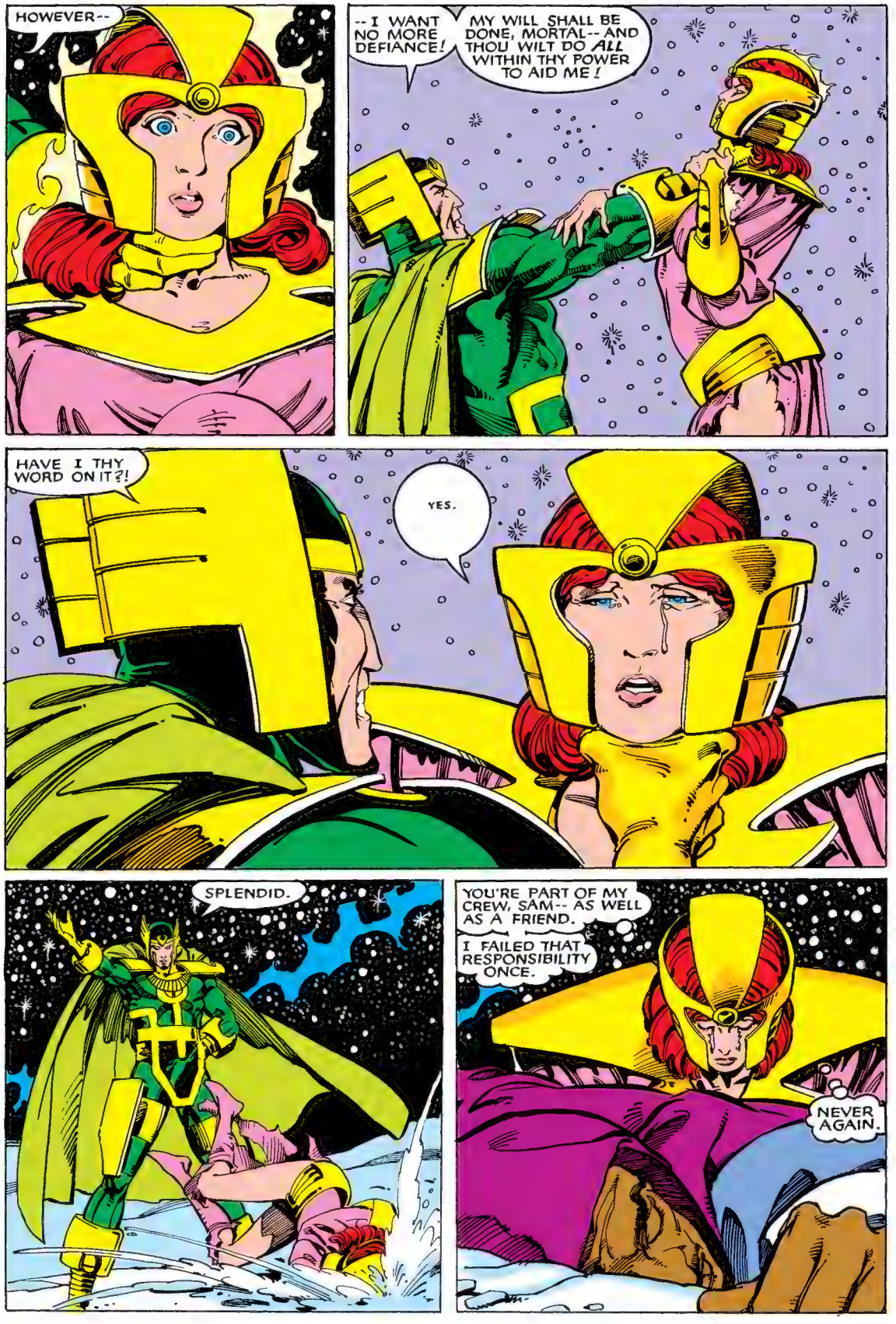
YOU HAVE THE PERFECT OPPORTUNITY, Mr. WILSON, TO SLAY US BOTH-- FOR WE LACK THE STRENGTH TO STOP YOU--
--OR, IF YOU ARE SQUEAMISH, SIMPLY ABANDON US...
...TO BE BURIED WITHIN THIS CRUMBLING CITADEL.
I'VE SEEN ENOUGH BLOOD TODAY, SHAMAN. I BECAME AS MUCH AN ANIMAL AS THE BEASTS I COMMANDED.
"THE MEMORY STILL SICKENS ME. I STILL DON'T MUCH LIKE MUTANTS, BUT I'M NO MURDERER. I'LL SAVE YOU IF I CAN."
YOUR DEFIANCE COMES TOO LATE, MORTALS!
BEHOLD--
"--AS MY FIREFOUNTAIN REACHES FORTH TO TRANSFORM THE FACE AND NATURE OF YOUR WORLD!"
DAS IST UNGLAUBLICH!
UNBELIEVABLE!!
YOU THINK THAT'S SOMETHIN', FUZZY--
--WATCH THIS!
ALWAYS WONDERED WHAT MY LIMIT WAS--
--CAN AH ABSORB THE POWER OF A GOD?!
YAIEOW!
HOW GALLANT, YOUNG LADY.
HOW FUTILE.

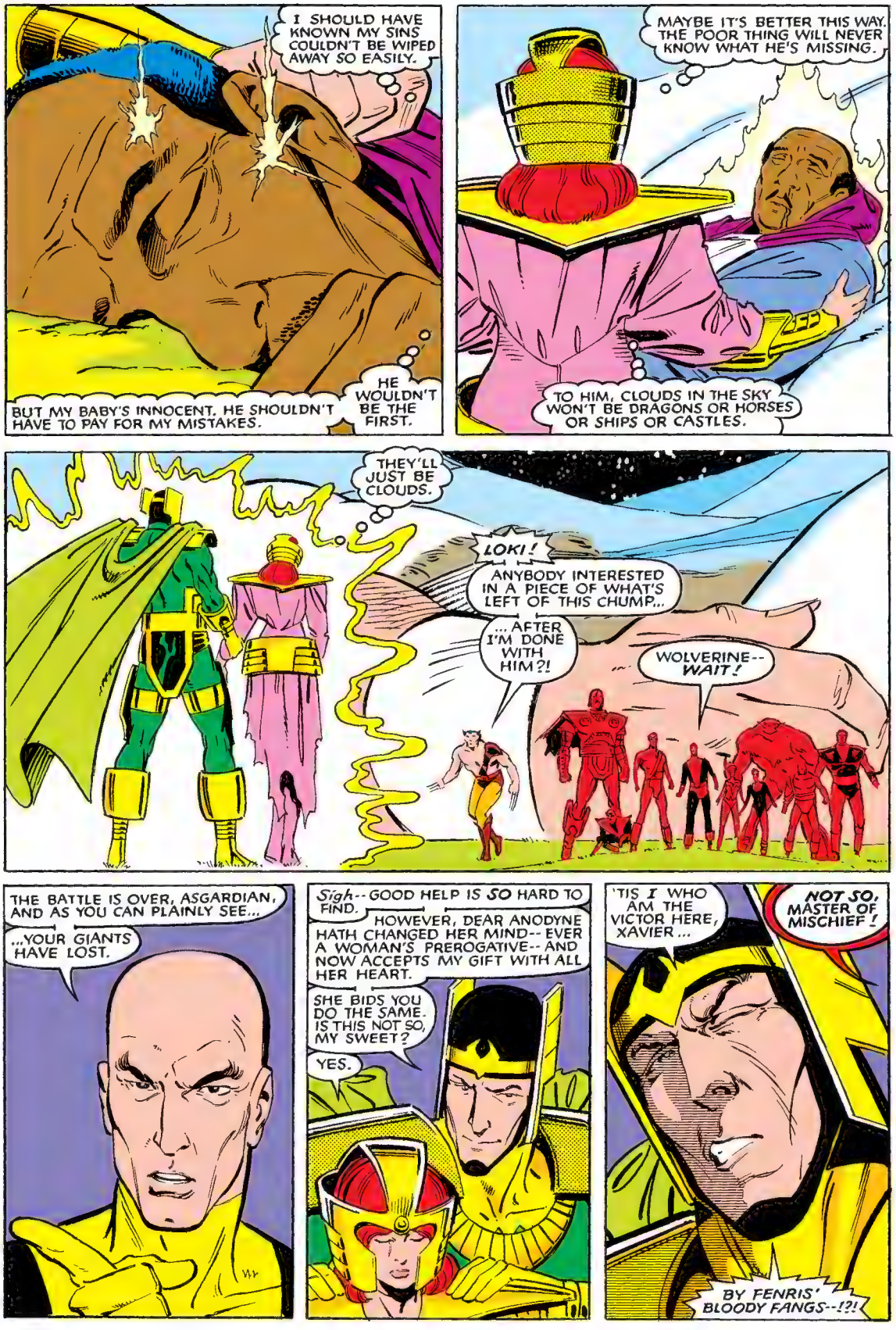

ANODYNE-- BRAWLER-- HELP US!
WHY SHOULD WE, GIRL? WHO SAYS WE WANT YOU TO WIN?!
YOU'VE BEEN DECEIVED FROM THE START, DON'T YOU SEE?! LOKI NEVER INTENDED ALLOWING A FREE CHOICE!
AT EVERY STAGE, HE MANIPULATED YOU LIKE PUPPETS! WHY ELSE WOULD EARTH-MOVER TRY TO BURY ME, RACHEL AND KITTY?!
OR PATH-FINDER AND BEASTMASTER DO THEIR BEST TO MURDER SNOWBIRD?!
ARE YOU KILLERS?! IS THAT YOUR TRUE NATURE?!
YOU'RE A HEALER, ANODYNE!
IS THIS THE KIND OF WORLD-- PAID FOR WITH INNOCENT BLOOD-- YOU WANT FOR YOURSELVES?! FOR YOUR CHILDREN?!!
LOKI'S GIFT WAS MY HEART'S DESIRE, TALISMAN, MY FONDEST DREAM COME TRUE. IT DIDN'T SEEM TO MATTER THAT BY ACCEPTING IT-- BECOMING ANODYNE--
-- I LOST MYSELF.
BUT I WAS FOOLING MY-SELF-- AS OUR BENEFACTOR DID US.
DO YOU HEAR, LOKI?! I DENY YOUR GIFT-- I WANT NO PART OF IT--
--AS I DENY THE FALSE GOD WHO PROFFERS IT!
RASH WORDS, WOMAN.
BE SURE THOU'LT SOON HAVE CAUSE TO REGRET THEM.
SKIPPER-- LOOK OUT!


SAM!
KPOW!
MY PLANTS'LL HOLD HIM, ANODYNE!
BUT NOT FOR LONG, PHIL. ALREADY, THE GIANT'S NATURAL COLD IS FREEZING THEM!
NORTHSTAR--!
I HEAR YOUR THOUGHTS, PROFESSOR.
HURRY TO ANODYNE'S SIDE.
SHE HAS BUT SECONDS TO SAVE THE LIFE OF SAMUEL ROSS.
I HAVE HER.
WE'RE ON OUR WAY.
A HEARTBEAT LATER...
...AND MILES DISTANT...
I CAN FEEL HIS PAIN FROM HERE!
IT'S A MIRACLE HE SURVIVED THIS LONG.
REST EASY, SAM.
I'LL HAVE YOU WELL IN A JIFFY!
?!?
MY HEALING FLAMES--
--THEY'RE DYING OUT!

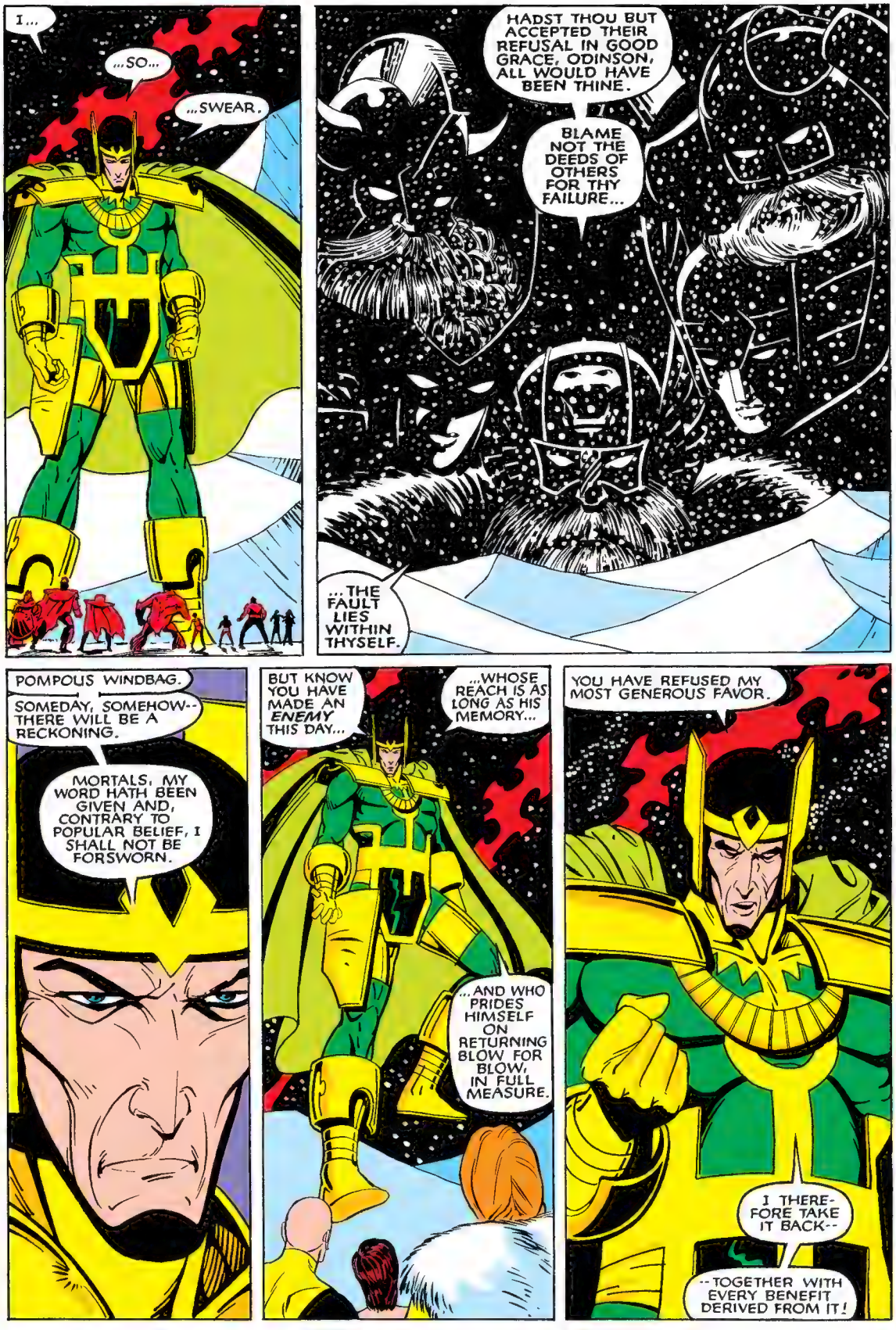

AS I RECALL, MILADY, THOU DIDST DENY MY GIFT.
LOKI-- NO!
THOU SPOK'ST WITH CONSIDERABLE PASSION, MADELYNE PRYOR.
FAR BE IT FOR ME...
...TO STAND IN THE WAY OF SUCH RIGHTEOUS DETERMINATION.
YOU CAN'T!
IT IS DONE.
BUT SAM WILL DIE!
A PITY.
TRULY. I AM AS TOUCHED BY THY SOLICITUDE AS BY HIS PLIGHT.
BUT THERE IS NAUGHT THAT I CAN DO-- FOR MY POWERS HAVE NOTHING TO DO WITH THE HEALING ARTS.
THAT, DEAR ANODYNE, WAS THY PURVIEW.
I'M TRAPPED. NO MATTER WHICH WAY I TURN, I LOSE.
MADELYNE--!
THE MAN IS BARELY BREATHING!
I COULDN'T FEEL ANY HEARTBEAT!!

PLEASE, LOKI--
--HE'S MY FRIEND--
--HELP ME SAVE HIM.
OF COURSE, DEAR LADY.
THOU HADST BUT TO ASK.
ALL THOU WERT...
...THOU ART ONCE AGAIN.


HOWEVER--
--I WANT NO MORE DEFIANCE!
MY WILL SHALL BE DONE, MORTAL-- AND THOU WILT DO ALL WITHIN THY POWER TO AID ME!
HAVE I THY WORD ON IT?!
YES.
SPLENDID.
YOU'RE PART OF MY CREW, SAM-- AS WELL AS A FRIEND.
I FAILED THAT RESPONSIBILITY ONCE.
NEVER AGAIN.


I SHOULD HAVE KNOWN MY SINS COULDN'T BE WIPED AWAY SO EASILY.
BUT MY BABY'S INNOCENT. HE SHOULDN'T HAVE TO PAY FOR MY MISTAKES.
HE WOULDN'T BE THE FIRST.
MAYBE IT'S BETTER THIS WAY. THE POOR THING WILL NEVER KNOW WHAT HE'S MISSING.
TO HIM, CLOUDS IN THE SKY WON'T BE DRAGONS OR HORSES OR SHIPS OR CASTLES.
THEY'LL JUST BE CLOUDS.
LOKI!
ANYBODY INTERESTED IN A PIECE OF WHAT'S LEFT OF THIS CHUMP...
...AFTER I'M DONE WITH HIM?!
WOLVERINE--WAIT!
THE BATTLE IS OVER, ASGARDIAN, AND AS YOU CAN PLAINLY SEE...
...YOUR GIANTS HAVE LOST.
Sigh--GOOD HELP IS SO HARD TO FIND.
HOWEVER, DEAR ANODYNE HATH CHANGED HER MIND--EVER A WOMAN'S PREROGATIVE--AND NOW ACCEPTS MY GIFT WITH ALL HER HEART.
SHE BIDS YOU DO THE SAME. IS THIS NOT SO, MY SWEET?
YES.
'TIS I WHO AM THE VICTOR HERE, XAVIER...
NOT SO, MASTER OF MISCHIEF!
BY FENRIS' BLOODY FANGS--!?!

WE WHO LIVE ABOVE IN SHADOW--
--WHO ARE TO ASGARD AS ITS IMMORTAL SONS AND DAUGHTERS ARE TO THE REALMS OF MEN--
-- HAVE WITNESSED AND JUDGED--
--AND FOUND THEE WANTING!
THY PETITION IS DENIED!
NO!
THE TERMS OF OUR BARGAIN WERE SPECIFIC: A DEED OF GOODNESS, A GIFT FREELY GIVEN...
THAT I HAVE DONE-- BY GIVING THESE MORTALS THE MEANS TO MAKE THEIR WORLD A PARADISE!
AND WHEN THEY SAID THEE, "NAY," THOU FORCED THEM TO THY WILL. BE THAT THY CONCEPT OF "FREEDOM?" OF "GOODNESS?!"
BY WORDS AND DEEDS, THOU WERE TO PROVE THYSELF WORTHY OF OUR BOUNTY. INSTEAD, THOU HAST BRANDED THYSELF MOST MANIFESTLY THE OPPOSITE.
PULING, PATHETIC MAGGOTS-- DOST KNOW WHAT YOU HAVE COST ME--?!
LOKI!
STAY THY WRATH! THOU SHALT HARM NO INNOCENT. THOU SHALL ALLOW THESE THY GUESTS TO DEPART IN PEACE, AND FURTHER PLEDGE-- AS PRINCE OF ASGARD, IN THY FATHER ODIN'S HOLY NAME-- NEVER DO THEM HARM, IN THIS SPHERE OR ANY OTHER. FAIL IN THIS...
...AND THOU SHALT FEEL OUR VENGEANCE!

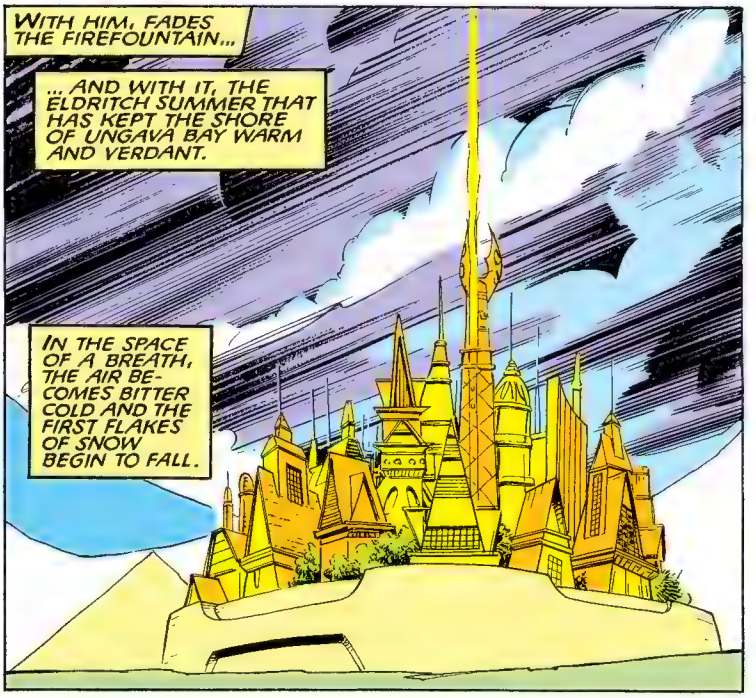

I...
...SO...
...SWEAR.
HADST THOU BUT ACCEPTED THEIR REFUSAL IN GOOD GRACE, ODINSON, ALL WOULD HAVE BEEN THINE.
BLAME NOT THE DEEDS OF OTHERS FOR THY FAILURE...
...THE FAULT LIES WITHIN THYSELF.
POMPOUS WINDBAG.
SOMEDAY, SOMEHOW--THERE WILL BE A RECKONING.
MORTALS, MY WORD HATH BEEN GIVEN AND, CONTRARY TO POPULAR BELIEF, I SHALL NOT BE FORSWORN.
BUT KNOW YOU HAVE MADE AN *ENEMY* THIS DAY...
...WHOSE REACH IS AS LONG AS HIS MEMORY...
...AND WHO PRIDES HIMSELF ON RETURNING BLOW FOR BLOW, IN FULL MEASURE.
YOU HAVE REFUSED MY MOST GENEROUS FAVOR.
I THEREFORE TAKE IT BACK--
--TOGETHER WITH EVERY BENEFIT DERIVED FROM IT!

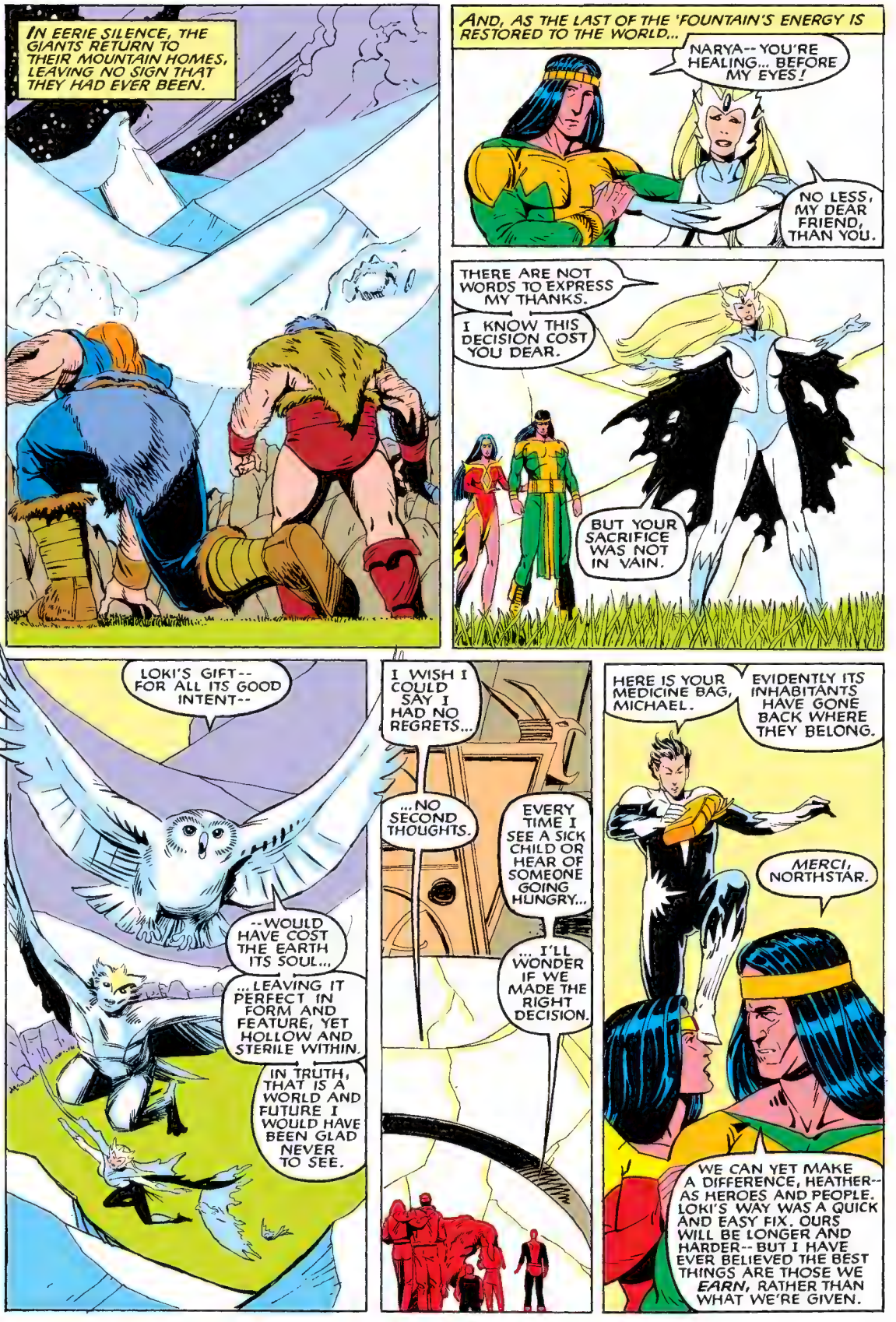
RETURN, PUCK, TO THY MIS-SHAPEN, ACCURSED STATE.
I-- I'M BECOMING A DWARF ONCE MORE--
-- AND-- HOLY MERCY-- THE PAIN...
...IT'S WORSE THAN EVER!
YOU WERE GODS.
FIND AS MUCH JOY-- IF THAT IS POSSIBLE--
--IN BEING MERELY HUMAN.
MY OPTIC BLASTS--!?!
ZUM TUEFUL!
COVER YOUR EYES, CYCLOPS--
--EVEN A GLANCING BLOW CAN SMASH A BODY TO PULP!
I'M BACK THE WAY I WAS-- FORCED TO HIDE BEHIND MY RUBY QUARTZ VISOR.
NIGHTCRAWLER'S RIGHT. A CARELESS MOVE-- THE SLIGHTEST MISTAKE-- COULD HAVE TRAGIC CONSEQUENCES.
I'M CRAZY AGAIN--
--AN' SO, IN THEIR OWN WAY, ARE SASQUATCH AN' AURORA.
AH DON'T DARE TOUCH A LIVIN' SOUL-- ELSE AH'LL ABSORB THEIR MIND AN' POWERS.
SOME VICTORY, FOLKS! Y'ALL PARDON ME...
... FOR NOT CHEERIN'.
THIS NEED NOT BE.
THE FIREFOUNTAIN STILL BURNS.
I CAN YET UNDO ALL THAT I HAVE DONE.

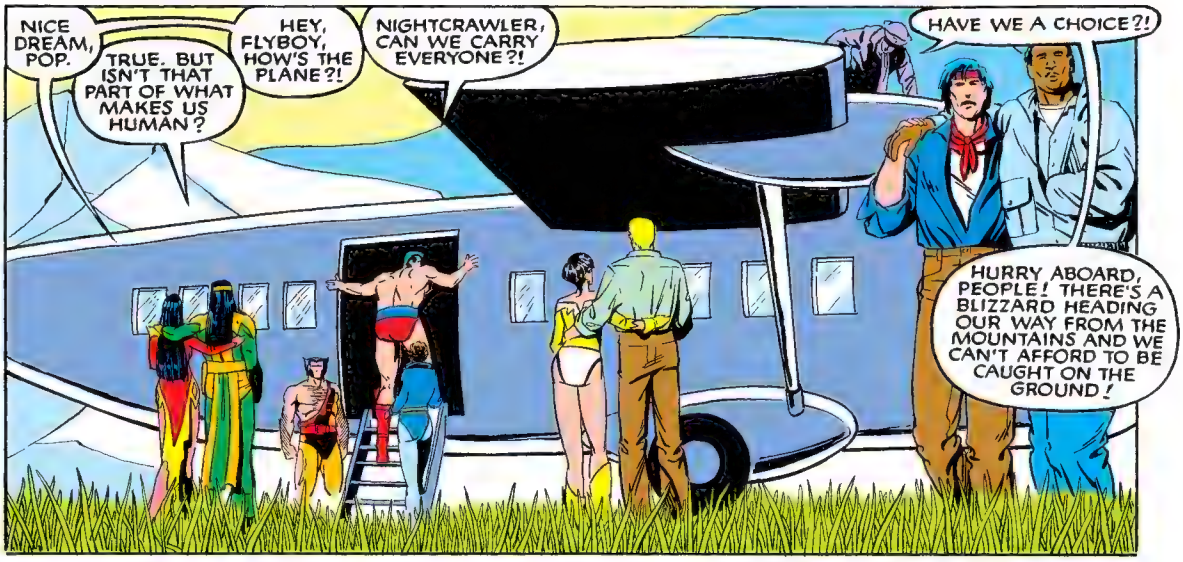
"BE THIS WHAT YOU *TRULY* WANT? BE THESE THE LIVES YOU WISH TO LEAD?? THINK, FRIENDS, OF WHAT WAS, AND WHAT MIGHT BE-- IF YOU DO BUT ASK.
"TO STAND TALL AND PROUD, PUCK, BEFORE THY LADY LOVE.
"TO TOUCH ANOTHER, ROGUE, WITHOUT FEAR-- TO KISS, TO... LOVE.
"TO BE A *HERO*, JACQUES MOREAU. EL CID-- SIEGFRIED-- ROLAND-- REBORN!
"TO LIVE AT PEACE WITH THYSELF, FAIR AURORA.

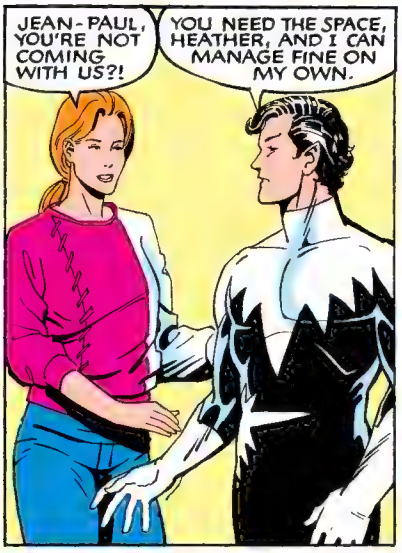
"SPURN ME, AND ALL THAT IS GONE. YOUR WORLD WILL REMAIN DARK AND FULL OF ANGUISH. MOREOVER, FROM THIS MOMENT, THE SUFFERING AND DEATH OF YOUR ENTIRE RACE WILL REST UPON YOUR SHOULDERS."
THAT, FELLA, IS A CROSS I CHOOSE TO BEAR.
SO DO US A FAVOR, LOKI--
--AN' *TAKE OFF*, eh?!
WE AIN'T INTERESTED.

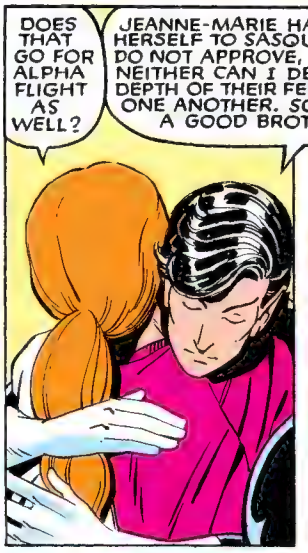
SO BE IT--
--FOOLS!

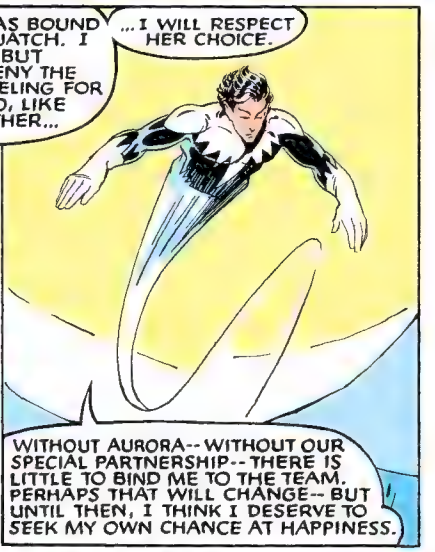

WITH HIM, FADES THE FIREFOUNTAIN...
... AND WITH IT, THE ELDRITCH SUMMER THAT HAS KEPT THE SHORE OF UNGAVA BAY WARM AND VERDANT.
IN THE SPACE OF A BREATH, THE AIR BECOMES BITTER COLD AND THE FIRST FLAKES OF SNOW BEGIN TO FALL.


IN EERIE SILENCE, THE GIANTS RETURN TO THEIR MOUNTAIN HOMES, LEAVING NO SIGN THAT THEY HAD EVER BEEN.
AND, AS THE LAST OF THE 'FOUNTAIN'S ENERGY IS RESTORED TO THE WORLD...
NARYA-- YOU'RE HEALING... BEFORE MY EYES!
NO LESS, MY DEAR FRIEND, THAN YOU.
THERE ARE NOT WORDS TO EXPRESS MY THANKS.
I KNOW THIS DECISION COST YOU DEAR.
BUT YOUR SACRIFICE WAS NOT IN VAIN.
LOKI'S GIFT-- FOR ALL ITS GOOD INTENT--
--WOULD HAVE COST THE EARTH ITS SOUL...
...LEAVING IT PERFECT IN FORM AND FEATURE, YET HOLLOW AND STERILE WITHIN.
IN TRUTH, THAT IS A WORLD AND FUTURE I WOULD HAVE BEEN GLAD NEVER TO SEE.
I WISH I COULD SAY I HAD NO REGRETS...
...NO SECOND THOUGHTS.
EVERY TIME I SEE A SICK CHILD OR HEAR OF SOMEONE GOING HUNGRY...
... I'LL WONDER IF WE MADE THE RIGHT DECISION.
HERE IS YOUR MEDICINE BAG, MICHAEL.
EVIDENTLY ITS INHABITANTS HAVE GONE BACK WHERE THEY BELONG.
MERCI, NORTHSTAR.
WE CAN YET MAKE A DIFFERENCE, HEATHER-- AS HEROES AND PEOPLE. LOKI'S WAY WAS A QUICK AND EASY FIX. OURS WILL BE LONGER AND HARDER-- BUT I HAVE EVER BELIEVED THE BEST THINGS ARE THOSE WE EARN, RATHER THAN WHAT WE'RE GIVEN.


NICE DREAM, POP.
TRUE. BUT ISN'T THAT PART OF WHAT MAKES US HUMAN?
HEY, FLYBOY, HOW'S THE PLANE?!
NIGHTCRAWLER, CAN WE CARRY EVERYONE?!
HAVE WE A CHOICE?!
HURRY ABOARD, PEOPLE! THERE'S A BLIZZARD HEADING OUR WAY FROM THE MOUNTAINS AND WE CAN'T AFFORD TO BE CAUGHT ON THE GROUND!


JEAN-PAUL, YOU'RE NOT COMING WITH US?!
YOU NEED THE SPACE, HEATHER, AND I CAN MANAGE FINE ON MY OWN.


DOES THAT GO FOR ALPHA FLIGHT AS WELL?
JEANNE-MARIE HAS BOUND HERSELF TO SASQUATCH. I DO NOT APPROVE, BUT NEITHER CAN I DENY THE DEPTH OF THEIR FEELING FOR ONE ANOTHER. SO, LIKE A GOOD BROTHER...

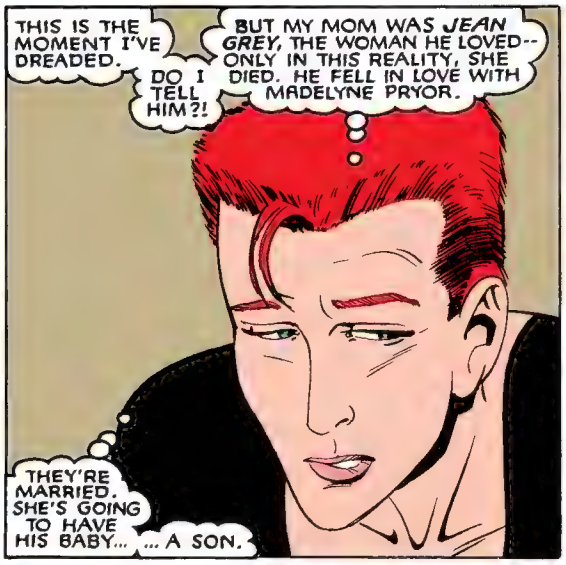

...I WILL RESPECT HER CHOICE.
WITHOUT AURORA--WITHOUT OUR SPECIAL PARTNERSHIP--THERE IS LITTLE TO BIND ME TO THE TEAM. PERHAPS THAT WILL CHANGE--BUT UNTIL THEN, I THINK I DESERVE TO SEEK MY OWN CHANCE AT HAPPINESS.

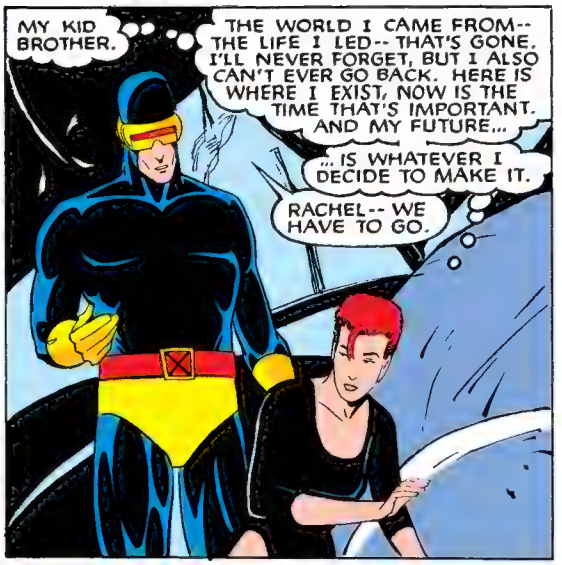
I WISH YOU WELL, JEAN-PAUL. WHATEVER HAPPENS, DON'T BE A STRANGER.
I'M THE LAST, CYCLOPS. LET'S ROLL.
IF YOU'VE GOT ANY NIFTY TAKE-OFF CHARMS IN YOUR BAG, POP...
...HOW'S ABOUT TURNING 'EM LOOSE!

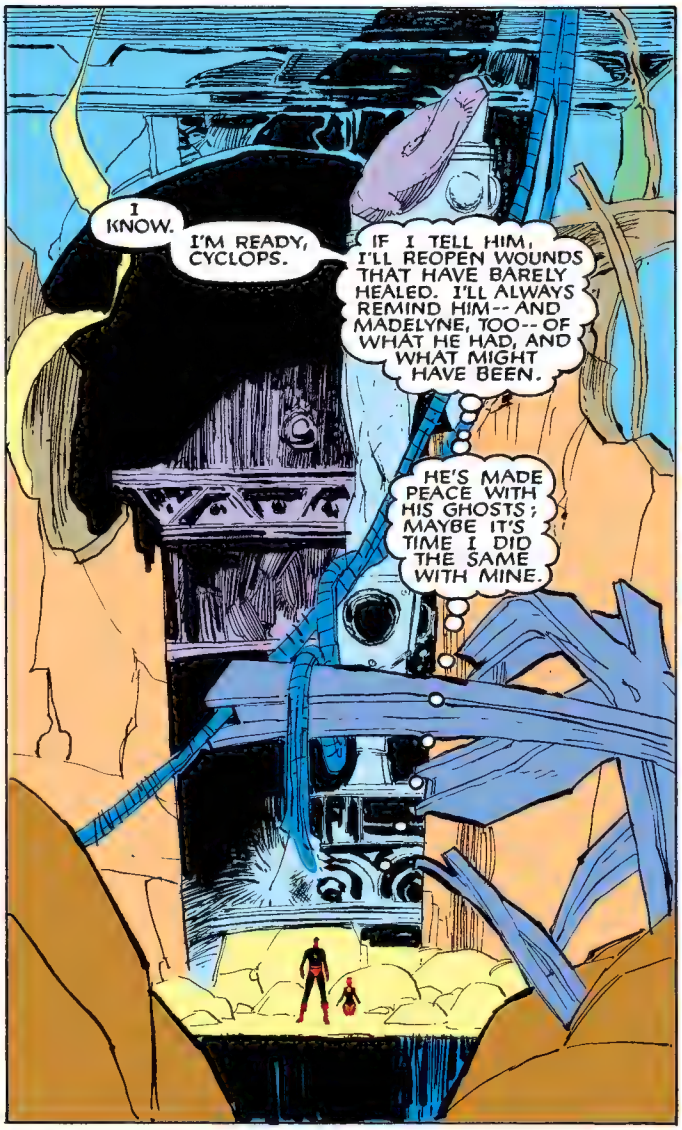
CYCLOPS, WAIT! I CAN'T SENSE RACHEL'S THOUGHTS!
SHE ISN'T ABOARD!!

BLAST THE GIRL--WHAT'S SHE PLAYING AT?!
I'LL GET HER!

SCOTT!?!
HAS HE LOST HIS MIND--!?!
WHERE'S CYCLOPS GOING, WHAT'S HE DOING?!!
RACHEL'S STILL OUTSIDE, MADELYNE.
BOSZHE MOI-- IS SHE RUNNING AWAY-- CHOOSING TO END HER LIFE RATHER THAN CONFRONT CYCLOPS...
...WITH THE TRUTH OF WHO SHE IS?!
PERHAPS SHE MEANS TO TELL HIM-- BUT, IF SO, WHY HERE, WHY NOW, IN A MANNER THAT ENDANGERS US ALL?!
SHOULD WE FOLLOW--?!
"NO! NOBODY ELSE LEAVES THE AIRCRAFT. WE'LL WAIT AS LONG AS WE CAN, BUT I WON'T-- I CAN'T-- SACRIFICE YOUR LIVES...
"... EVEN FOR MY HUSBAND."
RACHEL!
CAN YOU HEAR ME-- WHY DON'T YOU ANSWER-- ARE YOU ALL RIGHT?!
RACHEL!
IDIOT GIRL. THIS MAY NOT BE HER FAULT. SHE SHOULD HAVE MORE SENSE. LOKI COULD HAVE LEFT BOOBY-TRAPS.
IF THERE'S ANY WAY FOR HIM TO GET AROUND HIS WORD-- AND STRIKE AT US-- YOU CAN BET HE'LL FIND IT.
I'M OKAY, CYCLOPS.
FIGURES IT'D BE HIM WHO'D COME LOOKING FOR ME.
I DIDN'T MEAN TO ALARM ANYBODY. I'LL ONLY BE A MOMENT.
THE FIRE-FOUNTAIN CHAMBER--
--LORD, IT WAS SO BEAUTIFUL.
IF IT WAS PHYSICALLY POSSIBLE FOR ME TO CRY...
"... I WOULD."
I'LL WEEP FOR US BOTH...
... DADDY.

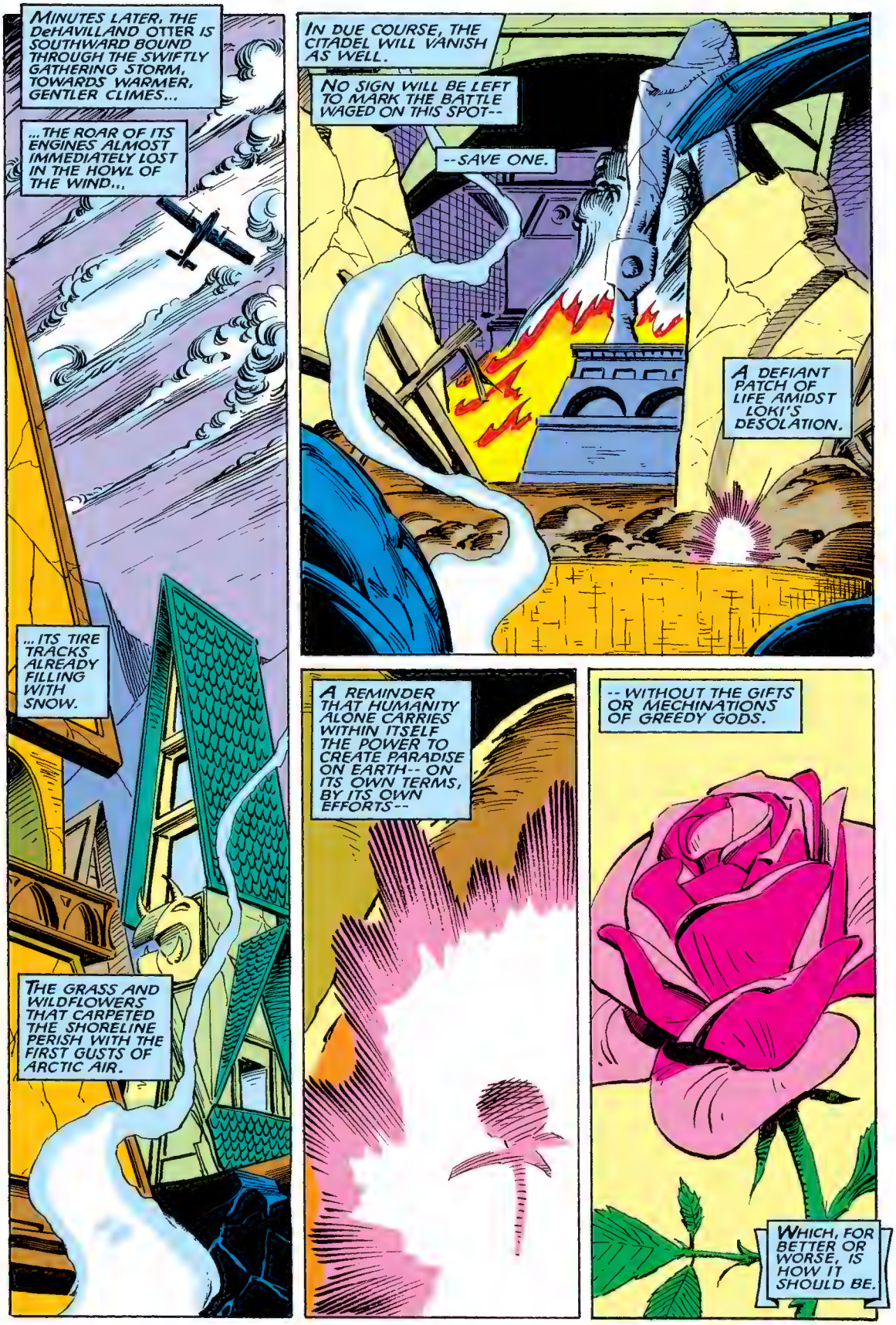

THIS IS THE MOMENT I'VE DREADED.
BUT MY MOM WAS *JEAN GREY*, THE WOMAN HE LOVED-- ONLY IN THIS REALITY, SHE DIED. HE FELL IN LOVE WITH MADELYNE PRYOR.
DO I TELL HIM?!
THEY'RE MARRIED. SHE'S GOING TO HAVE HIS BABY...
... A SON.


MY KID BROTHER.
THE WORLD I CAME FROM-- THE LIFE I LED-- THAT'S GONE. I'LL NEVER FORGET, BUT I ALSO CAN'T EVER GO BACK. HERE IS WHERE I EXIST, NOW IS THE TIME THAT'S IMPORTANT. AND MY FUTURE...
... IS WHATEVER I DECIDE TO MAKE IT.
RACHEL-- WE HAVE TO GO.


I KNOW.
I'M READY, CYCLOPS.
IF I TELL HIM, I'LL REOPEN WOUNDS THAT HAVE BARELY HEALED. I'LL ALWAYS REMIND HIM-- AND MADELYNE, TOO-- OF WHAT HE HAD, AND WHAT MIGHT HAVE BEEN.
HE'S MADE PEACE WITH HIS GHOSTS; MAYBE IT'S TIME I DID THE SAME WITH MINE.

I'M TOLD YOU'RE FROM THE FUTURE.
"A" FUTURE.
WE WON'T KNOW IF IT'S "*THE*" FUTURE...
... TILL WE GET THERE.

AND BY THEN, IT'LL BE TOO LATE.
SO WHY WORRY?
MY DAD, HE USED TO SAY...
... AS LONG AS YOU'RE ALIVE, IT'S NEVER TOO LATE.
DID... YOUR FATHER... DIE IN THAT FUTURE?
ALL THE X-MEN DIED.
YOU KNOW, YOU REMIND ME AN AWFUL LOT OF SOMEONE.
THAT GOOD OR BAD?
GOOD.
SHE WAS VERY... DEAR TO ME. AND WHEN SHE DIED, ALL THE LIGHT-- THE JOY-- WENT OUT OF MY LIFE.
A PART OF ME WILL ALWAYS MISS HER. I NEVER IMAGINED I'D EVER BE AS HAPPY-- AND FULFILLED-- AGAIN...
...UNTIL I MET MADELYNE.
IT ISN'T THE SAME...
... BUT THAT DOESN'T MEAN IT CAN'T BE AS GOOD. OR MAYBE EVEN BETTER.
MY MOM HAD A SAYING:
... EVERYBODY DESERVES A SECOND CHANCE.
SMART LADY.
YEAH. WHEN THEY MADE MY FOLKS, THEY BROKE THE MOLD.
I'M NOT GOING TO TELL HIM.
FUNNY-- I WAS JUST THINKING MUCH THE SAME THING ABOUT YOU.
ALL OF A SUDDEN, I'VE A FEELING I DON'T NEED TO.


MINUTES LATER, THE DeHAVILLAND OTTER IS SOUTHWARD BOUND THROUGH THE SWIFTLY GATHERING STORM, TOWARDS WARMER, GENTLER CLIMES...
...THE ROAR OF ITS ENGINES ALMOST IMMEDIATELY LOST IN THE HOWL OF THE WIND...
...ITS TIRE TRACKS ALREADY FILLING WITH SNOW.
THE GRASS AND WILDFLOWERS THAT CARPETED THE SHORELINE PERISH WITH THE FIRST GUSTS OF ARCTIC AIR.
IN DUE COURSE, THE CITADEL WILL VANISH AS WELL.
NO SIGN WILL BE LEFT TO MARK THE BATTLE WAGED ON THIS SPOT--
--SAVE ONE.
A DEFIANT PATCH OF LIFE AMIDST LOKI'S DESOLATION.
A REMINDER THAT HUMANITY ALONE CARRIES WITHIN ITSELF THE POWER TO CREATE PARADISE ON EARTH-- ON ITS OWN TERMS, BY ITS OWN EFFORTS--
--WITHOUT THE GIFTS OR MECHINATIONS OF GREEDY GODS.
WHICH, FOR BETTER OR WORSE, IS HOW IT SHOULD BE.

January 1985's Bullpen Bulletins page annointed *The Uncanny X-Men* artist John Romita Jr. the first, last and only "Hunk of the Month"

Bullpen Bulletins

I'M STILL STANDIN' . . .

Better than I ever did! And that's surprising, considering that I'm just back from the summer convention circuit, which is fun, but, nonetheless, will wear down even a large economy-size Editor in Chief, like myself. After three weeks on the road, the ~~Wretched Mess~~ Ol' Bullpen looks pretty good.

GIRLS JUST WANNA HAVE FUN!

At the splendiferous CHICAGO COMICON, I met *Colleen Doran*, the beautiful, talented and diabolically clever artist who illustrates *A Distant Soil*, published by Warp Graphics, the same charming people who bring you *Elfquest*. Noticing the rather large number of good-looking guys on the Marvel creative staff, she suggested that on this page we run a *Marvel Hunk of the Month* feature. She suggested John Romita, Jr. (the *X-Men* penciler), Bill Sienkiewicz (the *New Mutants* artist), Carl Potts (Editor of *Doctor Strange*, and other stuff), and a few others for openers. Well, I'm game, if you ladies out there demand it. Whattaya say?

I'll be waiting to hear from you female readers about this idea. It seems crazy to me, but . . .

One thing though — I drew the line at Colleen's other suggestion. I absolutely *refuse* to run a *Win a Dream Date With Bob Layton* (radio-active mutant writer / artist) *Contest*. Bob's a handsome guy, a terrific human being, and a close friend — but think how embarrassing it would be when he took the "lucky" winner to the movies and she found out that he glows in the dark.

PENNIES FROM HEAVEN!

Ever have to make a phone call — a really urgent one — race to a pay phone, and discover that you don't have any change? It happened to me in Chicago. Fortunately, DC Comics Editor Julius Schwartz happened by and contributed two quarters to solve my problem. Now he refuses to let me pay him back so he can tell everyone that I'm "forever in his debt." Having worked for Julie briefly back in the early 1970's, and having learned much from his legendary self at that time, I already *was* forever in his debt. Talk about overkill.

WHEN WILL I SEE YOU AGAIN?

Next month. And by the way, thanks for making *Marvel Super Heroes Secret Wars* the most popular comics series in the last quarter century.

Sincerely,

Jim Shooter

HYPE BOX

POWER PACK #6 — The smash sensation of the comics world breaks into the Marvel Universe! Join Energizer, Gee, Lightspeed and Mass Master as they run headlong into Dragon Man, Cloak and Dagger, and your friendly neighborhood Spider-Man! You're in for a front row seat, courtesy of LOUISE SIMONSON, JUNE BRIGMAN, and BOB WIACEK!

DAREDEVIL #214 — It's the end of the Micah Synn saga, and possibly of Daredevil himself! And what will be the startling effect upon those close to Matt Murdoch? You must read "The Crumbling!" Story by DENNY O'NEIL. Art by DAVID MAZZUCCHELLI.

THING #19 — John Byrne wrote a story that was just too big to appear all in this single issue, so it'll be continued this same month in FANTASTIC FOUR #274! That's right! You'll see the Thing appear in the pages of the FF for the first time since before the SECRET WARS began! "Monster Mash" is drawn by RON WILSON and JOE SINNOTT in THE THING, followed with art by JOHN BYRNE and AL GORDON in FANTASTIC FOUR! The Marvel Magic goes on!

CHECK LIST

- ☐ **THE THING #19 — See Hype Box.**
- ☐ **DAREDEVIL #214 — See Hype Box.**
- ☐ **NEW MUTANTS #23**
- ☐ **DAZZLER #35**
- ☐ **MUPPETS TAKE MANHATTAN (Limited Series) #3**
- ☐ **RED SONJA #5**
- ☐ **MARVEL SUPER HEROES SECRET WARS (Limited Series) #9**
- ☐ **MACHINE MAN (Limited Series) #4**
- ☐ **CONAN THE KING #26**
- ☐ **AMAZING SPIDER-MAN #260**
- ☐ **CAPTAIN AMERICA #301**
- ☐ **INDIANA JONES #25**
- ☐ **POWER PACK #6 — See Hype Box.**
- ☐ **MICRONAUTS #4**
- ☐ **ALPHA FLIGHT #18**
- ☐ **TRANSFORMERS (Limited Series) #3**
- ☐ **CONAN THE DESTROYER (Limited Series) #1** — Featuring the Marvel adaptation of the second hit Conan movie!
- ☐ **NEW MUTANTS ANNUAL #1** — The Mutants meet a rock star named Lila Cheney, who's out to steal the Earth and Cannonball's heart.
- ☐ **INCREDIBLE HULK #303**
- ☐ **AVENGERS #251**
- ☐ **CONAN THE BARBARIAN #166**
- ☐ **MARVEL TALES #171** — Reprinting "Man on a Rampage" by STAN LEE and STEVE DITKO, from *Amazing Spider-Man #32*.
- ☐ **X-MEN #189**
- ☐ **ROM #62**
- ☐ **POWER MAN / IRON FIST #113**
- ☐ **G.I. JOE #31**
- ☐ **QUESTPROBE (Limited Series) #2** — Marvel's computer game comic book returns with *Spider-Man* and *Mysterio*!
- ☐ **FANTASTIC FOUR #274**
- ☐ **MARVEL TEAM-UP #149** — Featuring *Spider-Man* and *Cannonball*.
- ☐ **IRON MAN #190**
- ☐ **PETER PARKER, THE SPECTACULAR SPIDER-MAN #98**
- ☐ **DEFENDERS #139**
- ☐ **STAR WARS #91**
- ☐ **THOR #351**
- ☐ **STARRIORS (Limited Series) #3**
- ☐ **KITTY PRYDE AND WOLVERINE (Limited Series) #3**
- ☐ **DR. WHO #4**

EPIC COMICS

- ☐ **EPIC ILLUSTRATED #27**
- ☐ **CRASH RYAN (Limited Series) #2**
- ☐ **DREADSTAR #15**
- ☐ **VOID INDIGO #1** — A stunning new series that takes you beyond the Graphic Novel!
- ☐ **COYOTE #9**

MARVEL MAGAZINES

- ☐ **SAVAGE SWORD OF CONAN #107**
- ☐ **MARVEL FANFARE #18**
- ☐ **MARVEL AGE #22**

GRAPHIC NOVEL

- ☐ **#13: STARSTRUCK** — The Off-Broadway science fiction smash by ELAINE LEE becomes Marvel's 13th Graphic Novel, with art by MIKE KALUTA!

The Uncanny X-Men #193, page 7 original art
by John Romita Jr. & Dan Green

TO X-MEN
193
9
TOLD YOU.
THE OAF IS TOO PIG-HEADED FOR HIS OWN GOOD. MORE THAN EVER, I AM CONVINCED HE NEEDS US.
SAVE THE SPEECH, MANNY. YOU'RE JUST DOIN' THIS TO BUST T-BIRD'S CHOPS.
Ah, FAIR JENNIFER, YOU KNOW ME FAR TOO WELL.
AND IF, IN THE PROCESS, SOME X-MEN ARE HURT-- OR WORSE-- SO MUCH THE BETTER. THEY ARE, AFTER ALL, OUR QUEEN'S DEADLY ENEMIES.
I WISH I HAD YOUR CONFIDENCE.
WE'VE YOUR POWER TO BRING US LUCK, ROULETTE, HOW CAN WE LOSE?
GIMME A BREAK.
ACTUALLY, I PLAN TO LET HUMANS DO MOST OF THE FIGHTING FOR US AND THEN, AT THE APPROPRIATE MOMENT, TIP THE BALANCE IRREVOCABLY IN OUR FAVOR, BY UNLEASHING...
...FIRESTAR!
HI, MANUEL! HIYA, JENNIFER!
WHERE'RE THE OTHERS?
THERE IS ONLY US, ANGELICA.
BUT I THOUGHT -- YOU SAID--?!
THE WHITE QUEEN FELT ONLY WE COULD BE TRUSTED WITH THIS SPECIAL MISSION.
GOLLY!
WHAT A DRIP! ooo
I GOTTA ADMIT, THOUGH, THE BOY IS SLICK!
SHE'S PUTTY IN HIS HANDS, HE'S PLAYING WITH HER EMOTIONS LIKE MY POP DOES HIS DICE.
"MANNY EVER TRIES THAT STUNT WITH ME, THOUGH, I'LL CUT OUT HIS HEART."
YOU LOVE ME, DON'T YOU, MY ANGEL?
YOU'LL DO WHATEVER I ASK, WITHOUT QUESTION OR HESITATION, BECAUSE YOU WANT MORE THAN ANYTHING TO MAKE ME HAPPY AND TO PROTECT OUR FELLOW HELLION, THUNDERBIRD, FROM THE EVIL X-MEN, ISN'T THAT TRUE?
Oh, YES, MANUEL!
YES, YES, YES!!!
7

Courtesy HeritageAuctions.com

The X-Men Annual #8, page 40 original art
by Steve Leialoha

ANNUAL 8 48
PETER, WAIT!
IS THAT HOW YOU BELIEVE IT WAS WITH ME, KITTY--YOU AND LOCKHEED AND I IN THE STORY REPRESENTING ME AND YOU AND ZSAJI?
YOU NEVER TOLD ME HER NAME. IT'S VERY BEAUTIFUL.
KITTY, I LOVED HER!
MORE THAN ME, I KNOW.
IT WASN'T INTENTIONAL. SOMETIMES THINGS HAPPEN. IF ANYONE'S TO BLAME, IT'S THAT DUMB BEYONDER.
BUT I'D STILL LIKE US TO BE FRIENDS.
I, TOO.
The ADVENTURES of LOCKHEED THE SPACE DRAGON AND HIS PET GIRL KITTY
A STAN LEE PRESENTATION
★STARRING★ THE UNCANNY X-MEN
AS CHRONICLED BY
CHRIS CLAREMONT • writer •
STEVE LEIALOHA • artist •
JO DUFFY • original idea •
GLYNIS WEIN • colorist •
TOM ORZECHOWSKI • letterer •
ANN NOCENTI • editor •
JIM SHOOTER • editor-in-chief •
BEYOND THAT, BIG GUY, WHO KNOWS?
GOODNESS GRACIOUS ME, DEMONS PRESERVE US, THE STONE FACE SMILES!?!
LAY OFF, ILLYANA! I HAVEN'T BEEN THAT MUCH OF A GRUMP.
WANNA BET?
YOUR TURN TO WALK THE DRAGON, PRYDE. I'LL DOUSE THE FIRE.
COLOR: GUY WHITE HAHZ
MISS ME, FELLA? I'VE BEEN AWAY A LONG TIME.
GEE, HE'S CUTE.
WONDER WHAT HE THINKS OF ME?
Cooooooo!
SWEET DREAMS, ROOMIE.
ILLYANA...
Hmnh?
...THANKS. I OWE YOU.
HEY, WHAT ARE TRUE FRIENDS FOR?
NOT JUST A TRUE FRIEND--
--MY BEST FRIEND!
THE END
40

Courtesy HeritageAuctions.com

Phoenix pinup by Kevin Nowlan
from *Marvel Fanfare* #18 (January 1985)

X-Men pinup by Terry Austin
from *Marvel Fanfare* #18 (January 1985)

1984 *Marvel Press* X-Men poster
by Jackson "Butch" Guice & Bob Wiacek

1985 *Marvel Press* X-Men Women poster
by Carl Potts

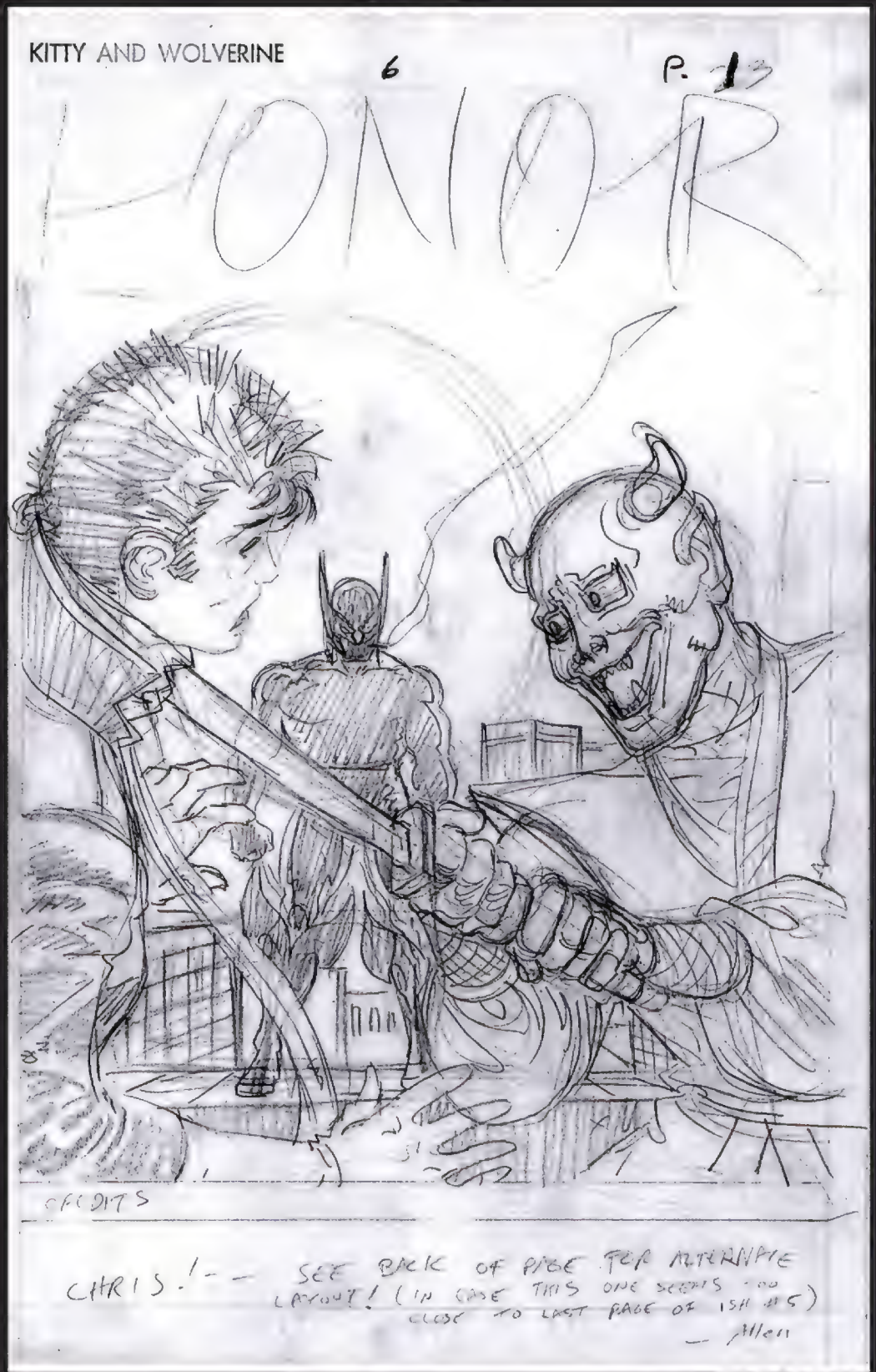
TM & © 1984 Marvel Comics Group. All rights reserved. Printed in U.S.A.

1985 *Marvel Press* White Queen poster
by Mary Wilshire

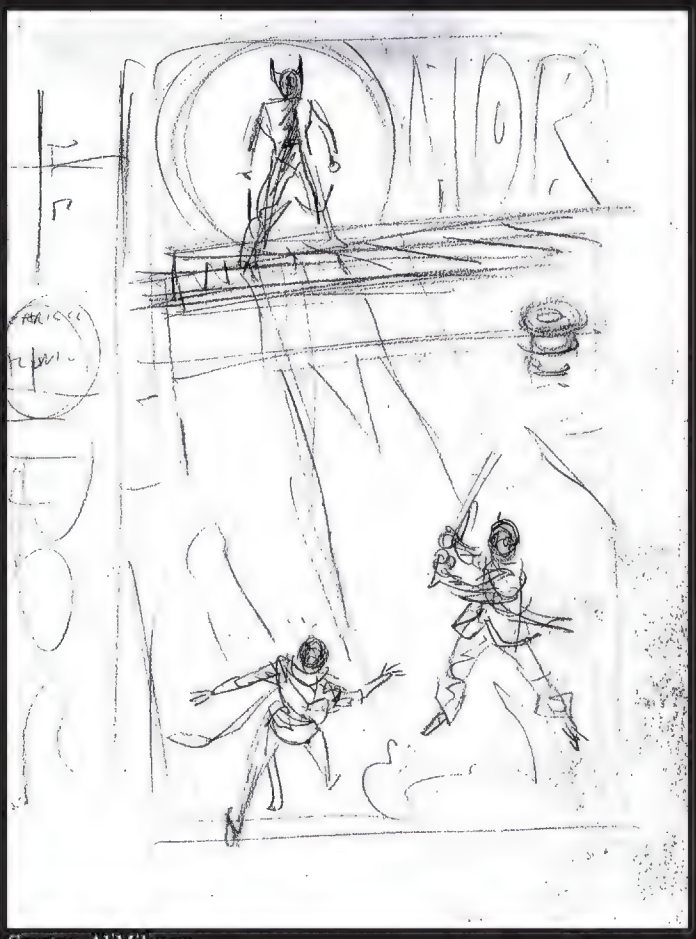
1985 *Marvel Press* Wolverine poster
by Rick Leonardi & Terry Austin

TM & © 1985 Marvel Comics Group. All rights reserved. Printed in U.S.A.

Kitty Pryde and Wolverine #6, page 1 unused pencil layout
by Al Milgrom


KITTY AND WOLVERINE
6
P. 1
HONOR
CREDITS
CHRIS!-- SEE BACK OF PAGE FOR ALTERNATE LAYOUT! (IN CASE THIS ONE SEEMS TOO CLOSE TO LAST PAGE OF ISH #5)
— Allen

Courtesy Al Milgrom



Kitty Pryde and Wolverine #6, page 1 revised layout sketch, by Al Milgrom

Courtesy Al Milgrom

HONOR
TOKYO
"HONORED JOE" THOUGH IT BREAKS MY HEART...
"...YOUR DAYS ARE ENDED."
I WOULDN'T DO THAT DUB
...IF I WERE YOU
I'M WOLVERINE.
THE GIRL'S KITTY PRYDE, THE GUY OGUN. SHE'S A FRIEND. ANY SO LONG AGO, WAS HE
BEFORE TONIGHT'S OVER ONE OF US IS GONNA DIE
*TRANSLATED FROM THE JAPANESE - Ann N
CHRIS CLAREMONT, WRITER
ALLEN MILGROM, ARTIST
GLYNIS WEIN | COLORIST
TOM ORZECHOWSKI | LETTERER
ANN NOCENTI | EDITOR
JIM SHOOTER | EDITOR-IN-CHIEF

Kitty Pryde and Wolverine #6 page 1, final art, by Al Milgrom

Marvel Age #11 (February 1984) cover
by Al Milgrom

MARVEL
THE OFFICIAL MARVEL NEWS MAGAZINE!
MARVEL AGE
ONLY 25¢
11 FEB
INSIDE INFO ON: THE WOLVERINE AND KITTY PRYDE LIMITED SERIES! MARVEL PRESS! TARZAN! AND MUCH, MUCH MORE!
TSK! TSK! YOU'RE SO MESSY!
MILGROM
© 1983 MARVEL COMICS GROUP

Marvel Age #11 feature on *Kitty Pryde and Wolverine*
by Bill Slavicsek

WOLVERINE AND Kitty Pryde

An advance look by Bill Slavicsek

Kitty Pryde. Her father is involved with the Japanese underworld and **Kitty** must decide whether to help him . . . or turn him in!
Wolverine. He is a warrior. He is also an **X-Man** and that means **Kitty** is "family" and he will do anything to keep her from getting killed!
Japan. It is a place of music and fascination that holds mystery, adventure, and perhaps, death!

Scheduled to appear the beginning of 1984, the **KITTY PRYDE AND WOLVERINE IN JAPAN Limited Series** promises to be a captivating moral drama that will explore **Kitty**'s relationship to the world she has come to know. Written by **Chris Claremont**, penciled and inked by **Al Milgrom**, and edited by **Louise Jones**, **KITTY AND WOLVERINE** will take on some tough moral questions but will be a lot of fun, too.

Kitty Pryde, the fourteen year old mutant **Ariel** of the **Uncanny X-Men** is visiting her father, a prominent Illinois banker. Unknown to **Kitty**, her father has been involved with juggling and doctoring the bank's records in order to help the growing number of unemployed home owners in his community.

The bank's new owners, a Japanese firm, has also been using the bank illegally. They have been laundering ill-gotten funds through **Kitty**'s father's bank and now want him to assist them in their dishonest dealings. Knowing his recent activities, the Japanese blackmail him and, by phone, request his presence in Japan.

Kitty, ever the super hero, overhears the conversation and realizes that her father is being threatened by some badguys from Japan. With her mutant born phasing ability (the ability to pass through solid matter unharmed), **Kitty** sneaks aboard his airplane and follows her father to Japan. Her plan is simple. Once in Japan, **Kitty** will find out what the situation is, set it right, and rescue her father. After all, she is an **X-Man**.

Wolverine by Frank Miller and Joe Rubinstein.

© 1983 Marvel Comics Group. All rights reserved.

So the stage is set for **KITTY AND WOLVERINE IN JAPAN**, a four-issue limited series that will teach **Kitty** something about the real world and explore her character as she grows and matures. Along the way she'll get involved with **Lady Mariko**, a good girl who, through no fault of her

own, just happens to be the head of one of the biggest crime families in Japan. She'll also run into **Yukio**, the bad girl with a heart of gold, who happens to consider herself a ronin, a masterless samurai. Oh yes, there's also **Wolverine**, who has no small affection for all three.

"**Yukio** happens to find **Kitty** as she wanders around Japan," explained Louise Jones, editor of the popular **X-Men** titles. "**Wolverine** gets notified and comes after **Kitty**. In the meantime, **Kitty** has discovered her father's involvement with crime and that he's been doing bad stuff. **Kitty** has to come to terms with whether to help her father or turn him in. That's what the whole crux of the thing is. This is what **Kitty**'s big decision is, what she's going to do with her life, and the morality of what she chooses to do. That's the moral dilemma in the background of the story."

The story takes place in Japan, a land rich in mystery and excitement. "I think it's a magic place for everybody," said Lousie. "The armor is wonderful, the culture is wonderful, and it's so foreign. To us it's like the cowboys and indians are to them. They think it's exotic, strange, and fabulous and we echo these sentiments about their culture."

With the influx of Japanese comic books, movies, and television shows into America, Louise finds the introduction of their culture only natural. "I really do find it fascinating," she said. "Besides, those costumes are really great and they're fun to draw."

Penciler and inker Al Milgrom agrees. "I'm looking forward to it," said Al. "I think it will be a fun experience."

After stowing away and arriving in Japan, **Kitty** realizes that she has no money. One of **Kitty**'s powers is the ability to phase her hand into a computer and disrupt its operation. Japan is overflowing with computerized money machines and **Kitty** is placed in one of the series' many moral dilemmas. All she has to do is put her hand into the machine and it will go haywire and spit out lots of money. Is this a right thing to do or a wrong thing to do? Should she use her power or starve to death? To top this off, she is an illegal alien anyway. It is all a part of the overall moral drama.

"I think that important moral questions make great stories if you don't get too melodramatic," said Louise. "We accomplished it with **Wolverine**'s series and we hope to do it here as well."

Louise likes the concept of the limited series as a vehicle for usually group oriented characters. "The limited series gives you a chance to focus on a single character instead of all the characters at once," she explained. "It allows you to ask questions related to a specific character without getting a lot of other people and things involved. It gives you a chance to narrow the focus a little bit which is why I like to do a limited series about an **X-Man** character. We wouldn't take four issues out of the book to do just **Kitty** or just **Wolverine**. It would slight the other characters and would take up a third of the year. But it's nice to be able to do it in a limited series."

Al Milgrom is looking forward to doing it because it is giving him a chance to work with Chris Claremont again. "We worked together once before on an extremely complex issue of **CAPTAIN MARVEL**. He was thrown in at the last minute and had to tie up a million loose ends all in one issue. We both worked like dogs on it and we did a pretty good job. I've been looking forward to working with him again ever since. Besides, it will be a kick to do one of these limited series things. I've been doing regular deadline work for so long it will be nice to have some other for-

mat to branch out into."

What makes a character like **Wolverine** work, especially in the confines of a group like the **X-Man** or in this series with **Kitty Pryde**? "**Wolverine** is a guy who is constantly caught on the verge of killing somebody," explained Louise. "His fascination with Japan and the Japanese way of life is that he admires the discipline. It is a discipline, a control, that he himself has to have over himself at every moment because if he lets loose, he kills. It's just that simple."

"It's his own war with himself that makes **Wolverine** interesting," Louise said. "He doesn't want to be a killer, but it is as natural for him as breathing. But beyond all this is his love for his friends. The **X-Men** are really family for him and he loves his family."

"**Kitty**, on the other hand, works because she's cute and she's funny," explained Louise. "She's a youngster in a group of older people and therefore gives a fresh vision to a lot of the stuff the others take for granted. A lot of questions she has and the turmoil she goes through is something that they are beyond, so she gives a younger dimension and insight into the book, characters, and stories. She provides freshness."

Al Milgrom, who has drawn the old black and yellow costumed **X-Men** and has inked a guest shot of the new **X-Men** in **ROM** is looking forward to trying his hand at these two characters.

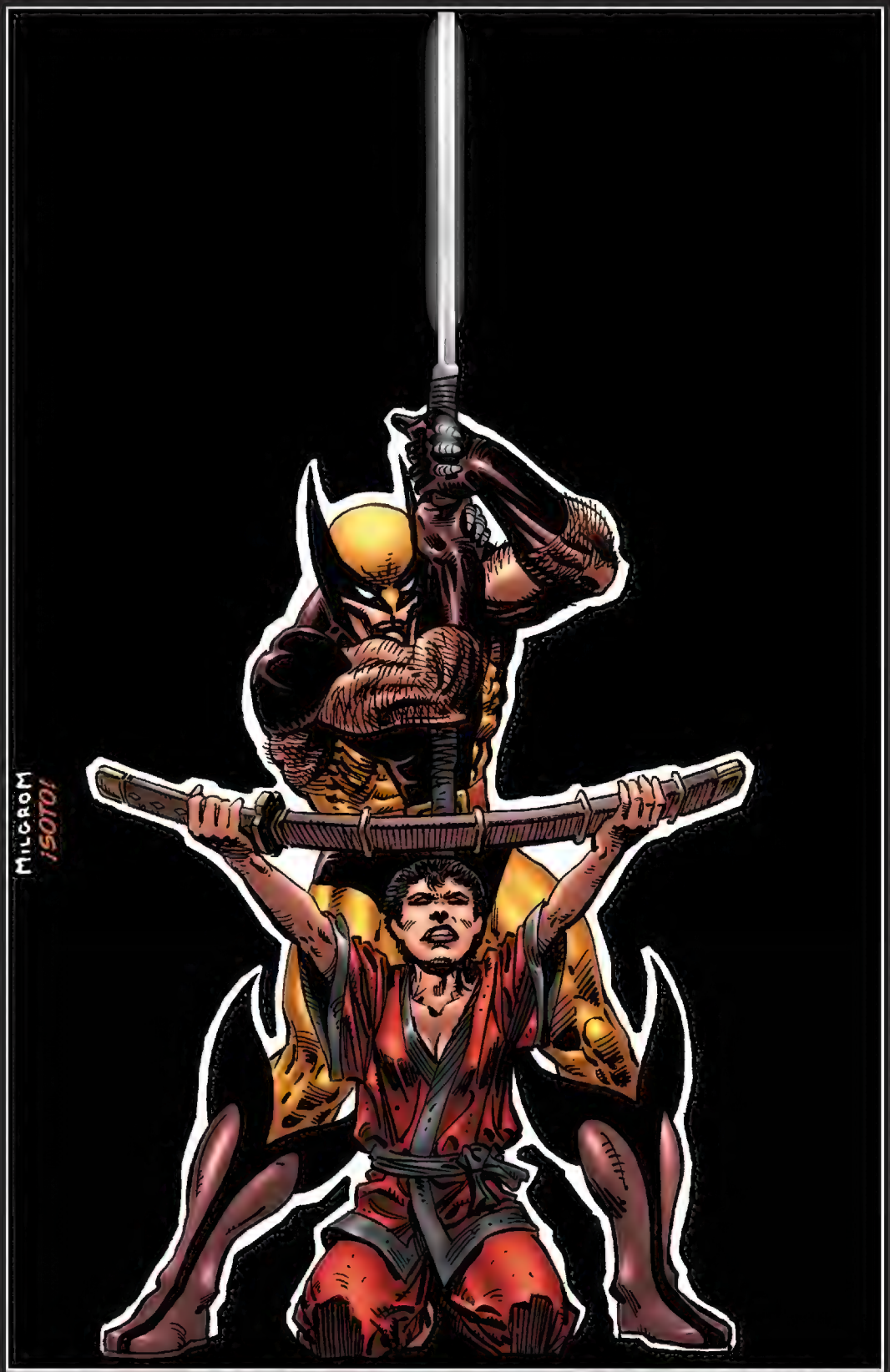
"**Kitty**'s real cute but I think since she's a relatively young girl, she may provide a little bit of a problem for me," said Al, who tends toward the super hero type proportions with his female renditions. "But I look forward to the challenge and I think I'll have fun doing her."

"But **Wolverine** obviously will provide a lot of fun," Al continued. "He'll be real nitty and gritty and I'll walk around my apartment clawing the furniture as I get in the mood. I'll have a good time with him."

As for his handling of the overall book, Al explained, "I'll try to incorporate some of the previous artists use of the Japanese motifs and the somewhat more clean and design-oriented layouts instead of the more Kirbyish kind of people-pouring-out-of-every-panel stuff that I usually do. I'm going to try and organize my shapes a little differently and make it more clean, clear, and graphic."

Louise expects **Kitty** to mature a little in the series. "One of the things you do as a teenager, one of the jobs you have, is that you have to work out your own relationship with the world," Louise said. "This involves a moral relationship as well as a physical one. This series is going to help **Kitty** define what hers is going to be. It's really **Kitty**'s series. **Wolverine** is just there because he likes Japan a lot, he likes **Kitty** a lot, and he really doesn't want to see her get killed." ●

X-Men: Kitty Pryde and Wolverine Marvel Premiere Classic (2008) front cover
by Al Milgrom & Chris Sotomayor



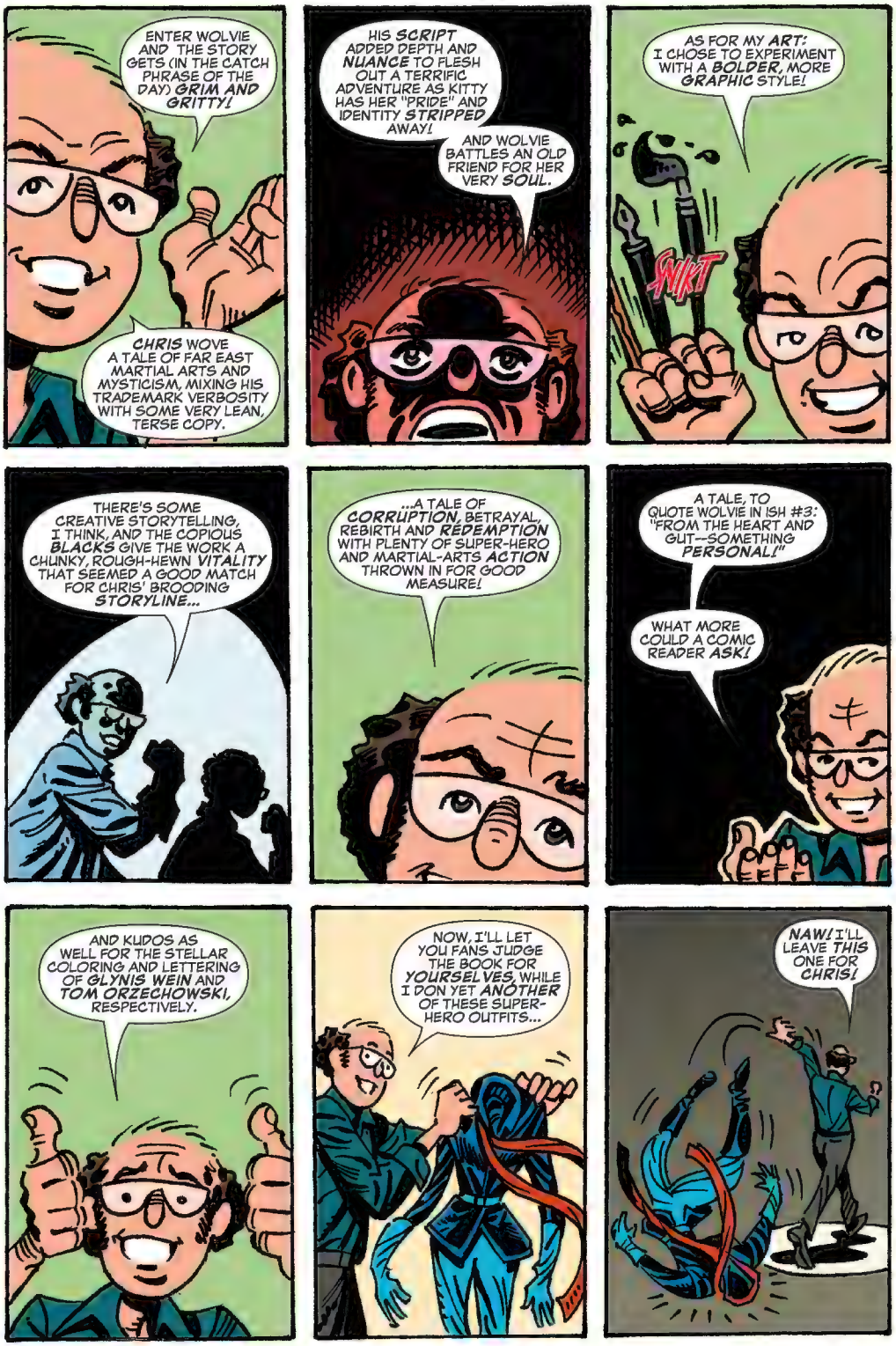
Reprinting *Kitty Pryde and Wolverine* #1-6

X-Men: Kitty Pryde and Wolverine Marvel Premiere Classic (2008) back cover
by Al Milgrom & Chris Sotomayor

X-Men: Kitty Pryde and Wolverine Marvel Premiere Classic (2008)
"Editori-Al" introduction

EDITORI-AL
SNIKT
SNIKT
SNIKT CLINK TASH FLINK
A NICE SMOOTH SHAVE...
...AND THANKS TO THESE SPIFFY ADAMANTIUM CLAWS, I DIDN'T EVEN NEED SHAVING CREAM!
JUST BRINGING MYSELF UP TO DATE--HAVEN'T WORN THAT OL' MUSTACHE IN YEARS!
NOW I'LL JUST SLIP OUTTA THESE ACTION TOGS...
HEY, TRUE BELIEVERS, EDITORI-AL MILGROM HERE, BRINGING YOU A VISUAL INTRO TO THIS DELUXE, HARDCOVER REPRINT OF THE KITTY PRYDE & WOLVERINE LIMITED SERIES.
HARD TO BELIEVE IT'S BEEN NEARLY A QUARTER CENTURY SINCE I DREW THE DARN THING!
EVEN MORE REMARKABLE THAT I HAVEN'T AGED A BIT!
SO, WHY KITTY? WHY WOLVIE? WHY CLAREMONT, AND WHY DID I GET THE NOD TO DRAW THIS EPIC?
WOLVERINE'S EASY. HE WAS--STILL IS--ONE OF THE HOTTEST PROPERTIES AROUND.
KITTY WAS CHRIS' BABY. AND THIS SERIES GAVE HIM A CHANCE TO EXPLORE HIS YOUNGEST X-PERSON AND DO SOME MAJOR CHARACTER DEVELOPMENT!
CHRIS--THE NONPAREIL OF X-MEN WRITERS? YOU COULDN'T HAVE PRIED THESE GUYS AWAY FROM HIM WITH A CROWBAR!
AS FOR ME--I'D BEEN ITCHING FOR A CHANCE TO WORK WITH CHRIS AND DRAW AN X-MEN PROJECT... AND ONE WITH WOLVIE--THAT WAS ICING ON THE CAKE!
AND WHAT A CAKE! KITTY, PLAGUED WITH MORE THAN THE AVERAGE TEEN'S SELF-DOUBT AND SELF-DEPRECATION, HAS TO COME TO GRIPS WITH HER FATHER'S FATAL FLAWS.

Writer/Artist: Al Milgrom
Colorist: Chris Sotomayor Letterer: Dave Sharpe


ENTER WOLVIE AND THE STORY GETS (IN THE CATCH PHRASE OF THE DAY) GRIM AND GRITTY!
CHRIS WOVE A TALE OF FAR EAST MARTIAL ARTS AND MYSTICISM, MIXING HIS TRADEMARK VERBOSITY WITH SOME VERY LEAN, TERSE COPY.
HIS SCRIPT ADDED DEPTH AND NUANCE TO FLESH OUT A TERRIFIC ADVENTURE AS KITTY HAS HER "PRIDE" AND IDENTITY STRIPPED AWAY!
AND WOLVIE BATTLES AN OLD FRIEND FOR HER VERY SOUL.
AS FOR MY ART: I CHOSE TO EXPERIMENT WITH A BOLDER, MORE GRAPHIC STYLE!
SNIKT
THERE'S SOME CREATIVE STORYTELLING, I THINK, AND THE COPIOUS BLACKS GIVE THE WORK A CHUNKY, ROUGH-HEWN VITALITY THAT SEEMED A GOOD MATCH FOR CHRIS' BROODING STORYLINE...
...A TALE OF CORRUPTION, BETRAYAL, REBIRTH AND REDEMPTION WITH PLENTY OF SUPER-HERO AND MARTIAL-ARTS ACTION THROWN IN FOR GOOD MEASURE!
A TALE, TO QUOTE WOLVIE IN ISH #3: "FROM THE HEART AND GUT--SOMETHING PERSONAL!"
WHAT MORE COULD A COMIC READER ASK!
AND KUDOS AS WELL FOR THE STELLAR COLORING AND LETTERING OF GLYNIS WEIN AND TOM ORZECHOWSKI, RESPECTIVELY.
NOW, I'LL LET YOU FANS JUDGE THE BOOK FOR YOURSELVES, WHILE I DON YET ANOTHER OF THESE SUPER-HERO OUTFITS...
NAW! I'LL LEAVE THIS ONE FOR CHRIS!

X-Men and Alpha Flight #2, page 22 original art
by Paul Smith & Al Gordon

X/AF 2 22
22
HEY, Y'ALL, AH LIKE LONG ODDS-- BUT THIS IS RIDICULOUS.
FOR THE X-MEN, ROGUE--
-- BEING THE UNDERDOG IS PAR FOR THE COURSE.
JOKE ALL YOU LIKE, CYCLOPS--
--BUT HOW DO WE FIGHT OUR FRIENDS?!
MADELYNE'S ON THE OTHER SIDE--YOUR WIFE, SCOTT, YOUR UNBORN SON!
LET'S HOPE, SHADOWCAT, THIS WILL PROVE AS HARD FOR THEM...
...AS FOR US!
WHAK!
WHAK!

Courtesy HeritageAuctions.com

X-Men and Alpha Flight #2, page 27 original art
by Paul Smith & Bob Wiacek

X/AF 2 27.
AND DOES THAT MAGIC INCLUDE THE ABILITY TO DREAM-- TO IMAGINE-- TO TRULY CREATE?!
YOU SAW THE BOOK, TALISMAN. THE LAST PAGES ARE NOTHING BUT SCRIBBLES.
A BABY COULD DO BETTER.
IT WAS SO WONDERFUL AT FIRST-- ALL MY FANTASIES COULD SUDDENLY, WITH A WAVE OF MY HAND, BE MADE GLORIOUSLY REAL.
BUT THEN, WHEN I RAN OUT OF SKETCHES-- OF THINGS TO COPY-- AND TRIED TO COME UP WITH SOMETHING NEW...
...I COULDN'T!
THAT'S THE PRICE.
THE SPECIAL PART WITHIN OURSELVES...
...THAT ALLOWS US TO CREATE.
THIS CHANGES EVERYTHING.
WE HAVE TO TELL THE OTHERS!
ELSEWHERE...
...EARTH-MOVER DEALS WITH MOST OF HER OPPOSITION.
AND HER COMPATRIOTS MOVE IN QUICKLY TO FINISH THE JOB.
27
BOB WIACEK

Courtesy HeritageAuctions.com

Marvel Age #32 (November 1985) cover
by Paul Smith

Marvel Age #32 "The Mutant Report" feature on *X-Men and Alpha Flight*
by Ken Hart

SPECIAL THE MUTANT REPORT SPECIAL

VOLUME 1 "The Next Step in News Evolution!" NUMBER 3

WHEN TEAMS TEAM UP:
X-MEN AND ALPHA FLIGHT

Ever since Alpha Flight made their debut in X-MEN #121, the two teams have shared a special bond. But although Wolverine has had a lot of connection with the Canadian super-team, actual meetings between Alpha Flight and the X-Men have been fairly rare. This September, we're doing our best to rectify that situation, as we present a major team-up between the outlaw mutants and the northern stars. More than just an ordinary cross-over, the two teams will meet in a very special Limited Series that will have them face a menace big enough to give such an awesome assemblage of heroes a run for their money — as well as premiering a *brand-new* super hero team, one that has ties to not only THE X-MEN and ALPHA FLIGHT, but to THOR as well!

What could be the perfect creative team for such a project? Well, the first thought was to re-unite Chris Claremont and John Byrne for the story. Chris has been writing the new X-Men since their second appearance, after all, and John created Alpha Flight — and the two of them collaborated on the story that *introduced* Alpha Flight! But Chris nd John are not only two of the top lents in the industry — they're also two of the busiest — what with Chris writing THE X-MEN, THE NEW MUTANTS, and assorted special projects like the KITTY PRYDE AND WOLVERINE Limited Series and THE BLACK DRAGON for the Epic comics line — and John writing and penciling THE FANTASTIC FOUR and ALPHA FLIGHT, revealing "The Last Galactus Story," and working on his own side projects (one of which has just materialized as he gives up ALPHA FLIGHT to take over THE INCREDIBLE HULK)! But where there's a will, there's a way. So Editor-in-Chief Jim Shooter, X-MEN editor Ann Nocenti and ALPHA FLIGHT editor (at the time) Denny O'Neil got together to work out the concept that would become THE X-MEN AND ALPHA FLIGHT Limited Series.

Jim says his part in THE X-MEN AND ALPHA FLIGHT was limited to just suggesting the story direction in a general sense, and that "all of the real work was done by the Nocentis and the Claremonts." Yep, Claremont. Once Jim, Denny and Ann had got the ball rolling, they turned it over to Chris, who was determined to find the time to write it. And write it he did. Jim was very pleased with the results, saying that he "thought what Chris came up with is really terrific. It's one of his best stories ever."

THE X-MEN AND ALPHA FLIGHT was originally intended to be out this spring, but with all the care and attention it demanded, work progressed slowly. As it became clear that the project wouldn't be out until fall, it also became clear that John Byrne wouldn't be able to draw it. The demands of starting up THE HULK, as well as working on the SHE-HULK Graphic Novel and all his other commitments, were filling his normal 25-hour days completely. And as John wouldn't be connected with the ALPHA FLIGHT series any more, it was easier to conceive of the team-up penciled by someone else. And when it came time to find that someone else, one name stood out — that of Paul Smith. Not only has Paul drawn

the X-Men before, but his clean, crisp, art deco-influenced style would mesh very well with John Byrne's character designs for Alpha Flight — without seeming derivative of John's work in any way. Paul himself was concerned about this, saying that he took special care in his approach to the Alpha Flight characters, "trying to be faithful to the way John did them without drawing them the way John's drawn them." The results, as you can see from the panels printed here, were quite successful.

As with Chris, it was quite a job for Paul to find the time to do the project. He'd been working overtime to finish the Dark Dimension storyline in DOCTOR STRANGE, and was to move on to penciling a Spider-Man Graphic Novel he'll be doing in collaboration with Bob Layton. But some projects are too good to pass up. As Paul tells the story, "Ann wanted to know if I had time to do it. I lied through my teeth — and said yes." Paul will be aided and abetted on the X-MEN AND ALPHA FLIGHT art job by his former X-MEN partner (and current POWER PACK inker), Bob Wiacek.

Since this story was originally intended to be released in springtime, the team-up won't be happening in current continuity. Instead, the events take place at the same time as events in issues of ALPHA FLIGHT and THE X-MEN that were released early this year. In terms of ALPHA FLIGHT continuity, Chris said, the team-up "takes place after Guardian's death and before his resurrection." Talisman has become a member of the team, and Walter Langkowski still inhabits the body of Sasquatch. In X-MEN terms, Chris pinpointed the story as taking place between the middle and end of X-MEN #192. Professor Xavier has not yet become victim of the savage mugging that almost killed him, and Kitty Pryde still has fairly short hair — from when it was cropped in the KITTY PRYDE AND WOLVERINE Limited Series. Also appearing, appropriately, is original X-Man Scott Summers (a.k.a. Cyclops) and his wife Madeleine, neither of whom have been appearing regularly in THE X-MEN since their wedding in #175. As they're living in Alaska currently, when trouble starts in the frozen north, they're quick to become involved. An interesting character clash may be in the offing, since another prominently featured character is Rachel Summers, who recently arrived in '85 from an alternate future where Scott Summers married Jean Grey — and Rachel is *that* Scott Summers' daughter!

The Limited Series opens with Scott and Madeleine, on a normal trip on their charter airline. The plane is struck by lightning (or . . . is it?) and crashes, with a full load of passengers. In Salem Center, Rachel Summers telepathically latches in to the crash, alerting the X-Men. Meanwhile, Snowbird has gotten involved in some bad craziness of a mystic nature, and contacts Alpha Flight for assistance. The X-Men and Alpha Flight cross paths, and Rachel, thinking Shaman's weather wizardry responsible for what happened to her "father," attacks. When the dust clears, the two teams discover that their problems are related, and decide to team up to face them.

And what could be big enough to threaten two of the premier super-teams in the Marvel Universe? Loki, that's what. The Asgardian God of Evil has come up with another scheme to gain power — and it's one that doesn't seem, on the face of it, to be inherently evil. Loki has discovered a way to give super powers to practically everyone on Earth. Why is he doing it? Not out of the goodness of his heart, that's for sure. Loki is after something, sort of a "Maltese Falcon" on a scale that would fascinate an Asgardian — but whatever

it is, only he understands it. Giving out super powers is merely a ploy that will help him get what he wants.

Jim Shooter points out that the treatment of Loki in this story will be the subject of conversation for quite some time. "This is probably the biggest event in the life of Loki since his first appearance. The story reveals depths of his personality never explored before." Jim wouldn't give us details, but he did say that Loki will do "probably the noblest thing" he's ever done.

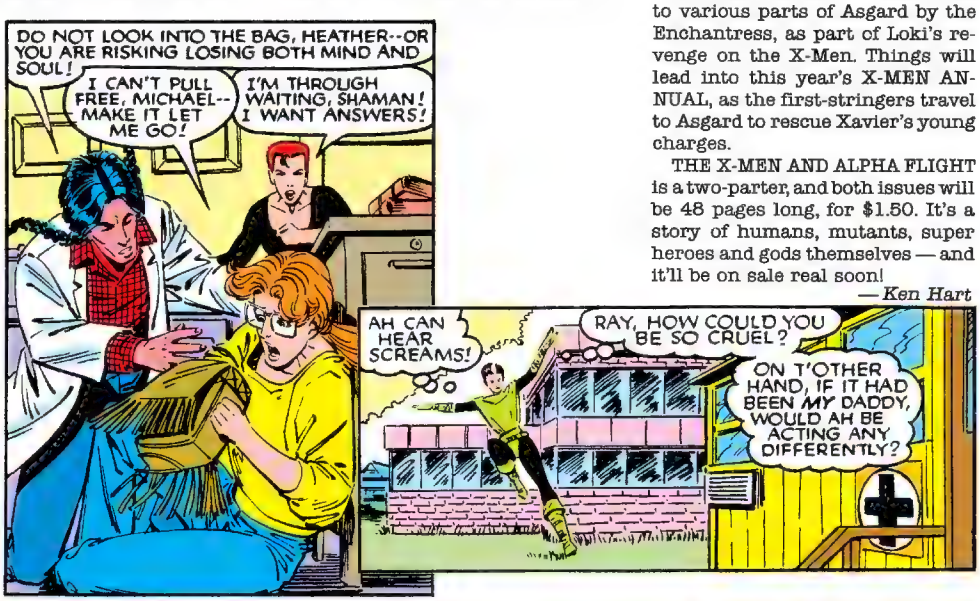
The new super-team that'll be making its debut in this series is called the Berserkers. "Basically," Chris says, "the story opens by introducing a half-dozen or so people who are the first to receive Loki's gift. The name comes from a band of human warriors which protected Odin. They were called the Berserkers because their fury was unequalled in battle. Why *these* characters are called Berserkers becomes apparent as the story goes on." It fell to Paul to visually design the Berserkers. "Chris asked for a vague Asgardian influence," Paul said, so he went to Walt Simonson's issues of THOR to find a general style that would enable him to make the Berserkers individual and distinctive — and at the same time look like they all have a similar background. Paul was concerned about showing "what the characters are all about" through their costumes — for example, one of the Berserkers is a master of all animals, so his appearance is similar to that of a lion tamer. Another Berserker possesses great strength — so his costume resembles Asgardian battle gear. With one exception, the people who become the Berserkers are new characters making their first appearance in this story. However, that one exception is a biggie: Madeleine Summers is a Berserker — and if you think that's going to cause complications, you're right on the mark!

Chris says that the reaction of the Berserkers to their new powers "varies from character to character. Not all appreciate it." Many people who receive the benefit of Loki's rather questionable generosity will view the concept of a world populated by super powered people as the beginning of a paradise on Earth — but Ann Nocenti says that these people will come to realize "there's a price to Utopia." Chris adds, "Loki is the great trickster," so things are seldom what they seem when dealing with him. Things go wrong. To say more than that would be to give away too much of the story, but it should be clear by now that an explosive situation has been set up ... and it's not going to remain stable!

The Berserkers aren't going to just go away after THE X-MEN AND ALPHA FLIGHT is over, either. There's a very good possibility that they'll return, if reader response is positive enough. Jim is pleased with the new team, saying "they're very good, three-dimensional characters. You expect that from Chris." The team-up will have other repercussions, too, affecting the entire Marvel Universe in their scope. "We don't do things any other way," Jim said. "The X-Men, in particular, will become involved with Thor and the Asgardians." Some of the immediate effects of the crossover will be seen in THE NEW MUTANTS SPECIAL, in which the young mutants are transported to various parts of Asgard by the Enchantress, as part of Loki's revenge on the X-Men. Things will lead into this year's X-MEN ANNUAL, as the first-stringers travel to Asgard to rescue Xavier's young charges.

THE X-MEN AND ALPHA FLIGHT is a two-parter, and both issues will be 48 pages long, for $1.50. It's a story of humans, mutants, super heroes and gods themselves — and it'll be on sale real soon!

— Ken Hart


DO NOT LOOK INTO THE BAG, HEATHER--OR YOU ARE RISKING LOSING BOTH MIND AND SOUL!
I CAN'T PULL FREE, MICHAEL--MAKE IT LET ME GO!
I'M THROUGH WAITING, SHAMAN! I WANT ANSWERS!
AH CAN HEAR SCREAMS!
RAY, HOW COULD YOU BE SO CRUEL?
ON T'OTHER HAND, IF IT HAD BEEN MY DADDY, WOULD AH BE ACTING ANY DIFFERENTLY?

SALICRUP'S SECTION

(continued)

Favorite Fan Artist: **Fred Hembeck** (Runners up: **Francis Mao** and **Brian Pearce.**)

Favorite Direct-Sales-Only Title (The Phil Seuling Award): **NEW TEEN TITANS** (Runners up: **AMERICAN FLAGG, DREADSTAR, JON SABLE FREELANCE, CEREBUS, INFINITY INC., MARVEL FANFARE, MARVEL AGE MAGAZINE, ELEMENTALS, ALIEN LEGION** and **NEXUS.**)

And that about does it! Congratulations to all the winners from all of us here at Marvel and thanks to everyone who voted.

If you'd like a free copy of **THE COMICS BUYER'S GUIDE,** write to Free Copy, **THE COMICS BUYER'S GUIDE,** 700 E. State St., Iola, WI 54990, and tell 'em **MARVEL AGE MAGAZINE** sent ya!

Just enough room left to say that the **MARVEL AGE Annual** is on sale now! It's got everything you ever wanted in it and more! It's only fifty cents and it's got to be this year's biggest summer bargain! Don't say we didn't warn you!

X-Men/Alpha Flight: The Gift (1998) cover by Dave Cockrum & Bob Wiacek

Mutants — ordinary people, gifted with a unique X-Factor in their genetic make-up giving them extraordinary abilities — are all around us. While some use these powers for unspeakable evil, others, like the mutant outlaws knows as Uncanny X-Men, as well as the Canadian team of mutants and heroes, Alpha Flight, have gathered together their awesome abilities in the service of mankind!
But when these heroes of god-like power meet the true gods of Norse mythology, the mutants' struggle for the fate of mankind quickly becomes a struggle for their own survival — in a world where gods make the rules. And the gods cheat.
MARVEL COMICS
X-MEN
ALPHA FLIGHT
The Gift
COCKCRUM
WIACEK

Reprinting *X-Men and Alpha Flight* #1-2

BIOGRAPHIES

CHRIS CLAREMONT

It is hard to remember a time when the word "mutant" didn't correspond with the largest and most ardently followed franchise in comics, but in the mid-'70s the X-Men were naught but a forgotten team of misfits. Chris Claremont and his collaborators took this moribund property and issue by issue transformed it into a phenomenon now known the world over.

Claremont began his career in comics in the early '70s pitching in on issues of *Avengers*, *Daredevil* and *Incredible Hulk*, while also delivering several text stories to Marvel's black-and-white magazines. His first regular writing gig was *War Is Hell*, a "weird war" title that came to a close just as his run on *X-Men* and *Iron Fist* began. *Iron Fist*, which rolled out of the pages of *Marvel Premiere*, was done in concert with artist John Byrne, forming a key partnership that would pay big dividends later. Other high-profile projects from Claremont's first full decade in comics included *Marvel Preview*'s Starlord, *Ms. Marvel*, *Marvel Team-Up* (again with Byrne) and *John Carter: Warlord of Mars*.

But it was in the pages of *X-Men* where Claremont would change comics history. In tandem with artists Dave Cockrum and John Byrne, Claremont helped build a cornerstone franchise for Marvel. After writer Len Wein launched the newly updated series in 1975 with *Giant-Size X-Men* #1, Claremont was tasked with guiding the new adventures of the mutant misfits, and he did so by crafting layered stories that balanced crisp dialogue with high-octane action. Claremont placed a premium on characterization, a lofty goal in a team book with many players, but he did so deftly enough to spin a wide-ranging tapestry of characters, each of whom became fan favorites.

Leading breathless fans down the path of classics including "The Dark Phoenix Saga," "Days of Future Past," and *God Loves, Man Kills*, he helped build such an intense loyalty that it only made sense to spin-off the X-Men's success into new books. The first such spin-off was *The New Mutants*. Later in the decade, Claremont launched *Excalibur* with Alan Davis and established a regular series for Wolverine with John Buscema.

In 1990, he launched a new sister title for the main team of mutants with Jim Lee; *X-Men* #1 premiered to numbers that made it the highest-selling comic ever. After a long break from the company, Claremont returned to Marvel in 2000, and over the next ten years wrote the novelization of Bryan Singer's X-Men film, took on the Fantastic Four, and charted the adventures of Marvel's mutants across a variety of titles. He was inducted into the Eisner Hall of Fame with its 2015 class.

STEVE LEIALOHA

Since breaking into comics in the mid-'70s, Steve Leialoha has distinguished himself with a long career as an inker and sometimes penciler for Marvel, DC and other publishers. He published his first work while still in high school, submitting drawings to fanzines run by Marv Wolfman and Len Wein, later editors at Marvel Comics. This connection came in handy when, after beginning his professional career with a pair of stories in the indie title *Star*Reach*, Leialoha was given a shot at art finishes on Jim Starlin's historic *Warlock* run. Inking Starlin's pencils helped ease him into an industry where he would come to lend his talents to a wide range of books from *Marvel Team-Up* and *Howard the Duck* to *Star Wars* and *New Mutants*. He is perhaps best known to fandom of that era for his distinctive pencil art on *Spider-Woman* and the light-hearted fantasy of *X-Men Annual* #8. From the '90s on, Steve did work for DC titles including *JLI*, *Batman* and *Sandman*. He is currently the longstanding inker on the hit Vertigo title *Fables*. Steve lives in San Francisco with his partner, cartoonist Trina Robbins.

AL MILGROM

Though arguably his highest profile in comics came as the fan-favorite editor of *Marvel Fanfare*, Al Milgrom has made significant contributions as a penciler, inker and writer over his four decades in the industry. Al came up in the '70s both assisting the legendary artist Murphy Anderson and later serving as one of Neal Adams' Crusty Bunkers art squad, in the meantime having his early work published at Charlton Comics, Atlas/Seaboard, Warren and the indie sci-fi anthology *Star*Reach*. His first major inroads in the industry occurred with Marvel, where he followed up Jim Starlin for a

long run drawing *Captain Marvel*. Continuing with the sci-fi themes of his seminal creative efforts, he also drew the ongoing adventures of the Guardians of the Galaxy in *Marvel Presents*. At DC, he would develop Firestorm with Gerry Conway. In 1982, Marvel launched the anthology title *Marvel Fanfare*, which often featured Milgrom's editorial notes in cartoon form under the moniker "Editori-Al." While editing that long-running series, Milgrom also had ongoing stints penciling *The Avengers* and *West Coast Avengers* and drew the notable miniseries *Secret Wars II* and *Kitty Pryde & Wolverine*. He also scripted *Spectacular Spider-Man* and *Incredible Hulk*. Since the '90s, Milgrom has spent most of his time inking, with an impressive nine-year run on *X-Factor* and work for Archie amongst his many credits.

JOHN ROMITA JR.

Like his legendary father, John Romita Jr. has become a comic-art master, establishing a powerful style uniquely his own. His life in comics began early, when as an adolescent he helped his father design the Spider-Man villain the Prowler.

His first published work—cover art for Marvel UK and "Chaos at the Coffee Bean!" in *Amazing Spider-Man Annual* #11—showed that he'd learned much from his father's figure drawing and storytelling sense. His first full-length project was a KISS feature in *Marvel Super-Special* #5. In the summer of 1978, he began a years long partnership on *Iron Man* with David Michelinie and Bob Layton. It was during his first *Iron Man* break that Romita Jr. took on full-time art duties on *Amazing Spider-Man* for the first of multiple acclaimed runs. During his Spidey tenure he also helped launch *Dazzler* and penciled the first Marvel miniseries, *Marvel Super Hero Contest of Champions*.

In 1983, Romita Jr. joined Chris Claremont's *Uncanny X-Men*, taking over the industry's most popular comic for a three-year run that saw his art dramatically evolve in tone. After a stint on the New Universe series *Starbrand*, he rebounded with a pair of *Amazing Spider-Man* issues that included Peter Parker's proposal to Mary Jane Watson. Next, Romita Jr. began a run on *Daredevil* with writer Ann Nocenti, introducing Typhoid Mary and establishing himself as one of the definitive *Daredevil* artists. After a third run on *Iron Man*, his credits included *Punisher War Zone*, *Daredevil: The Man Without Fear* with Frank Miller, a return to *Uncanny X-Men*, and long runs on *Spider-Man*, *Thor* and *Peter Parker: Spider-Man*.

As the new century dawned, the ever more popular Romita Jr. kept adding to his superstar resume with stints on *Amazing Spider-Man* with J. Michael Straczynski, *Wolverine* with Mark Millar, *Eternals* with Neil Gaiman, and the *World War Hulk* event. His collaboration with Millar spawned their creator-owned series *Kick-Ass*, which led to a blockbuster feature film. In recent years, he has returned once more to *Amazing Spider-Man*, helped relaunch *Avengers* with Brian Michael Bendis and *Captain America* with Rick Remender, and beginning in 2014, Romita moved to DC where his runs on *Superman* and *All-Star Batman* have topped sales charts.

PAUL SMITH

Artist Paul Smith's friendly, nuanced illustration on *Uncanny X-Men* offered a memorable contrast between extended runs by Dave Cockrum and John Romita Jr. A product of Ralph Bakshi's animation studio, Smith took his talents to comics in the early '80s. His first work at Marvel included pin-up, fill-in and backup story art, but within a year of his arrival at the House of Ideas he had lined up an impressive gig following up Cockrum's second stint on the title. He stayed on *Uncanny* for a year, eventually passing the baton to John Romita Jr., but his run on the era's most popular title made a lasting impression on X-Men fans. He quickly followed with an equally stunning run on Roger Stern's *Doctor Strange*, where his art showcased his fondness for Steve Ditko's unearthly take on the Sorcerer Supreme. In 1985, Smith returned to the X-Men with the *X-Men/Alpha Flight* miniseries and a short run on *X-Factor.* Though known primarily for his work at Marvel, Smith's credits also include *Nexus*, *American Flagg!,* and two collaborations with writer James Robinson on DC's *The Golden Age* and Image's Eisner-nominated *Leave It To Chance*. His recent credits include issues of *She-Hulk*, *X-Men: First Class* and DC's *Spirit* revival.

Biographies researched and written by John Rhett Thomas

THE MARVEL MASTERWORKS

THE MARVEL MASTERWORKS LIBRARY PRESENTS THE WORLD'S GREATEST COMIC BOOKS, PAINSTAKINGLY RESTORED FROM THE HIGHEST-QUALITY SOURCES AND WITH THE MOST DILIGENT ARCHIVAL METHODS.

THE GOLDEN AGE

As the Great Depression wore on and the specter of war hung over America, a new storytelling medium was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States. At the forefront of this new medium was Timely Comics, a young company staffed by such legendary creators as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee. These trailblazing talents birthed a vast array of characters that would give rise to the Marvel Universe!

GOLDEN AGE ALL-WINNERS VOLS. 1-4
GOLDEN AGE CAPTAIN AMERICA VOLS. 1-6
GOLDEN AGE DARING MYSTERY VOLS. 1-2
GOLDEN AGE HUMAN TORCH VOLS. 1-3
GOLDEN AGE MARVEL COMICS VOLS. 1-7
GOLDEN AGE MYSTIC COMICS VOL. 1
GOLDEN AGE SUB-MARINER VOLS. 1-3
GOLDEN AGE U.S.A. COMICS VOLS. 1-2
GOLDEN AGE YOUNG ALLIES VOLS. 1-2

THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the Golden Age retooled to take on the threat of Communism. From Western gunfighters to crime to horror, the Atlas Era had it all!

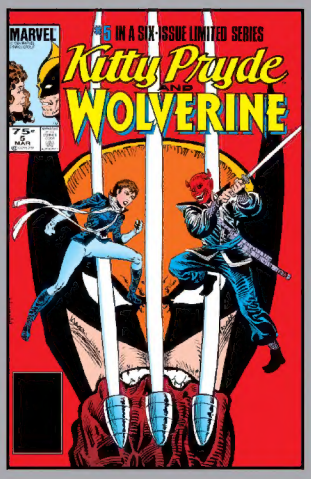
ATLAS ERA BATTLEFIELD VOL. 1
ATLAS ERA BLACK KNIGHT/YELLOW CLAW VOL. 1
ATLAS ERA HEROES VOLS. 1-3
ATLAS ERA JOURNEY INTO MYSTERY VOLS. 1-4
ATLAS ERA JUNGLE ADVENTURE VOLS. 1-3
ATLAS ERA MENACE VOL. 1
ATLAS ERA STRANGE TALES VOLS. 1-6
ATLAS ERA TALES TO ASTONISH VOLS. 1-4
ATLAS ERA TALES OF SUSPENSE VOLS. 1-4
ATLAS ERA VENUS VOL. 1

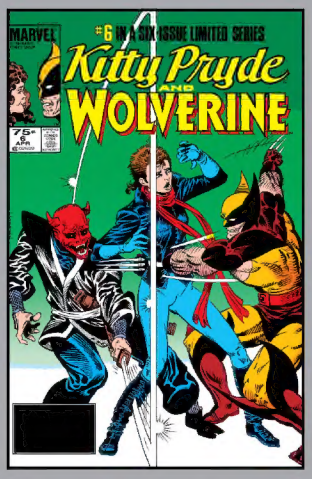
THE MARVEL AGE

In August 1961, change hit newsstands: *The Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. They were real characters placed in extraordinary circumstances. They lived together, they fought among themselves — and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different — the beginning of the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

THE AMAZING SPIDER-MAN VOLS. 1-20
ANT-MAN/GIANT-MAN VOLS. 1-3
THE AVENGERS VOLS. 1-18
THE BLACK PANTHER VOLS. 1-2
CAPTAIN AMERICA VOLS. 1-10
CAPTAIN MARVEL VOLS. 1-6
THE CHAMPIONS VOL. 1
DAREDEVIL VOLS. 1-12
DEATHLOK VOL. 1
THE DEFENDERS VOLS. 1-6
DOCTOR STRANGE VOLS. 1-8
THE FANTASTIC FOUR VOLS. 1-20
THE HUMAN TORCH VOLS. 1-2
THE INCREDIBLE HULK VOLS. 1-12
THE INHUMANS VOLS. 1-2
THE INVINCIBLE IRON MAN VOLS. 1-11
IRON FIST VOLS. 1-2
KA-ZAR VOLS. 1-2
KILLRAVEN VOL. 1
LUKE CAGE VOLS. 1-2
MARVEL RARITIES VOL. 1
MARVEL TEAM-UP VOLS. 1-4
MARVEL TWO-IN-ONE VOLS. 1-3
THE MIGHTY THOR VOLS. 1-17
MS. MARVEL VOLS. 1-2
NICK FURY, AGENT OF S.H.I.E.L.D. VOLS. 1-3
NOT BRAND ECHH VOL. 1
RAWHIDE KID VOLS. 1-2
THE SAVAGE SHE-HULK VOL. 1
SGT. FURY VOLS. 1-4
THE SPECTACULAR SPIDER-MAN VOL. 1
SPIDER-WOMAN VOL. 1
THE SILVER SURFER VOLS. 1-2
THE SUB-MARINER VOLS. 1-8
WARLOCK VOLS. 1-2
THE X-MEN VOLS. 1-8
THE UNCANNY X-MEN VOLS. 1-11





PRINTED IN CHINA

MARVEL